

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
		<p>IPC: The staff recommends no changes to the ICANN by-laws other than the specification of certain new voting thresholds within the GNSO council. IPC strongly disagrees.</p> <p>Implementation of the changes reflected in the DT report will constitute a drastic expansion of the role of the GNSO Council, which, under the current by-laws, is confined almost exclusively to management of the policy development process. This drastic expansion, which is complemented by a substantial diminution of the role of other parts of the GNSO, notably the constituencies and stakeholder groups, should be reflected in amendments to the ICANN Bylaws, so that the full procedures for adopting such amendments, including the possibility of community challenges thereto under the recent accountability changes to the Bylaws, are applicable.</p>	<p>On the general question of whether GNSO Council has the authority to speak for GNSO on these matters, ICANN legal staff believes that the Bylaws do not restrict the role of Council to policy matters alone.</p> <p>Staff believes that no changes need to be made to the ICANN Bylaws in relation to the role and description of the GNSO Council in order for it to make these decisions on behalf of the GNSO as the Decisional Participant in the Empowered Community.</p> <p>The majority of DT members accept the staff conclusion, noting that a minority of DT members disagree.</p>
1 Reconsideration requests; (IRP) for covered ICANN actions	Should any specific guidance, for example in the form of a template, be provided for the submission of such a request? If yes, can this be developed at a later date?	BC: Don't require a template for this motion to be approved at this time. ICANN Legal and Staff are invited to draft text for such a motion so that it would be ready if/when needed.	Added language to the executive summary to note that staff will prepare draft templates for Council motions for those items for which templates have been recommended.

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
		<p>ISPCP: No.</p> <p>IPC: IPC has no position on whether any specific guidance needed for submission of reconsideration requests should be supplied now or at a later date.</p>	
<p>4 (Specific Reviews)</p>	<p>The Drafting Team proposes that “decisions to approve the 21 total review team members shall be presented to Council for approval by a majority of each House.” We note that the Bylaws do not grant SO/ACs any special approval rights over the entire slate of review team members. If the Drafting Team’s concern is to guide who the GNSO Chair selects for the remaining slots in the review teams (in collaboration with the other SO/AC Chairs), the Drafting Team could consider providing interim decisional guidance to the GNSO Chair when participating in the process (e.g. criteria, ranking, etc.).</p>	<p>BC: Per experience with SSRT2 and the Legal Assessment (at right), our DT recommendation may not be practical, since the AC/SO chairs jointly select nominees for open slots. Noting this is not an EC power, we could change our Recommendation to: Council may provide guidance to GNSO Chair for priorities and criteria in selecting from nominees to fill open review team slots. If done via a Council motion, this resolution must be approved by a majority of each House.</p> <p>IPC: IPC believes that the selection process for reviews not related to the GNSO policy development process (e.g., ATRT) should be determined by the SGs and Cs of the GNSO. Assuming that this role will be assigned to the GNSO Council, as per the DT report, IPC objects to the staff proposal to give the</p>	<p>The DT agrees that its original recommendation was not in line with the ICANN Bylaws which foresees that the final selection is made by the SO/AC Chairs. However, the DT noted that the intent of this recommendation would be met by clarifying that the Council may provide guidance to GNSO Chair for priorities and criteria in selecting nominees to fill any open slots on a review team. If done via a Council motion, this resolution must be approved by a majority of each House.</p>

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
		<p>unilateral power to approve review teams to the GNSO Chair. The DT recommendation requiring a majority vote of each House within the GNSO Council is more compliant to subsidiarity principles and provides the SGs and Cs with at least an indirect remnant of the role IPC believes they should be playing in this sphere. IPC would support an appropriate bylaws amendment to specify this role for the GNSO Council.</p>	
5 (Community Mediation)	<p>Should any specific guidance, for example in the form of a template, be provided for the submission of such a request? If yes, can this be developed at a later date?</p>	<p>BC: Don't require a template for this motion to be approved at this time. ICANN Legal and Staff are invited to draft text for such a motion so that it would be ready if/when needed. ISPCP: Yes IPC: No position, see response to item 1.</p>	<p>See response to item #1.</p>
15 (CSC Composition, Appointment, Term and removal)	<p>Should the RySG procedure for appointing members be documented in the same way in the GNSO Operating Procedures as the Board member selection process is?</p>	<p>BC: Recommend, but do not require that the RySG document its selection procedure in advance. ISPCP: yes, it should be documented. IPC: Yes, the RySG procedure for appointing members should be documented.</p>	<p>Clarify that it is the expectation that the RySG will publish its process for selection of CSC members for inclusion in the GNSO Operating Procedures.</p>
26 (Inspection)	<p>For subpart (a), the Drafting Team's recommended is</p>	<p>BC: per the Legal Assessment (at right), suggest we change our</p>	<p>The DT agreed with the staff input and</p>

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
	<p>that “Any GNSO Stakeholder Group or Constituency may request ICANN document inspection. This request would be automatically communicated by the GNSO’s Decisional Participant representative, and would not require action by GNSO Council. In addition, GNSO Council may request ICANN document inspection, with approval by 1/4 of each House or majority of one House.”</p> <p>We note that granting of an inspection right directly to a Stakeholder Group or Constituency, without any requirement that it pass through the Decisional Participant (here, the GNSO) seems to run afoul of Section 22.7(d), which specifically limits this right: “The inspection rights provided to the Decisional Participants are granted to the Decisional Participants and are not granted or available to any other person or entity.” We advise that action be required at the GNSO level to confirm that any request</p>	<p>recommendation to say: “Any GNSO Stakeholder Group or Constituency may request ICANN document inspection. This request shall be deemed as approved by GNSO Council as a consent agenda item.”</p> <p>IPC: There was strong (perhaps unanimous) support in the DT for the proposition that any single SG or C could invoke the inspection authority. If this “runs afoul of Section 22.7(d),” which accords this right only to Decisional Participants, then either (1) that Bylaws provision should be amended to accord this authority to any SG or C of the GNSO, or (2) the voting threshold within the GNSO Council on invoking inspection requests should be set at the number of votes accorded to any requesting SG or C (e.g., 2 votes for the CSG constituencies; 3 votes for the CPH SGs; 6 votes for NCSG).</p>	<p>recommends that a petition would require approval action by GNSO Council as part of the consent agenda. This item could not be removed from the Council Consent Agenda by any Council member than the original requestor.</p>

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
	<p>issued in the GNSO name meets the specific form and requirements set out in Section 22.7 as a whole. While the low approval threshold may not be optimal, it is better to have a low threshold than no threshold at all to demonstrate an action taken in the name of the full GNSO.</p>		
<p>27 (Inspection)</p>	<p>For subpart (e) regarding remedies for Decisional Participants who believe that ICANN has violated Section 22.7, the Drafting Team’s recommendation is that the “requesting Constituency or SG may decide whether to seek the remedy. If Council was the requesting entity, Council may seek review with approval by 1/4 of each House or majority of one House.”</p> <p>Please take note our comments for Item 26 as this recommendation is related. Whichever portion of the GNSO is seeking to challenge the response will still be doing so in the</p>	<p>BC: per the Legal Assessment (at right), we could change our recommendation to say: “The requesting GNSO Stakeholder Group or Constituency may decide whether to seek the remedy, and Council must approve this decision by ¼ of each House or majority of one House. If Council was the requesting entity, Council may seek review with approval by 1/4 of each House or majority of one House.”</p> <p>IPC: Because of the strong sentiment within the DT to give individual SGs or Cs control over the inspection power, IPC is inclined to support the DT’s original recommendation that the requesting SG or C may</p>	<p>The DT agreed to clarify this recommendation as follows: The requesting GNSO Stakeholder Group or Constituency may decide whether to seek remedy e(ii) and e(iii), and Council must approve this decision by ¼ of each House or majority of one House. For the other remedies identified, the same procedure as identified under the previous item will be followed.</p>

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
	<p>GNSO’s name. There should be some process for indicating the GNSO’s agreement with using this escalation method, even if by a low threshold. Because of the potential for use of ICANN’s other accountability mechanisms, up to Board recall, there should be some checks that the broader GNSO is aligned with in escalating the matter.</p>	<p>invoke the remedies if ICANN refuses to allow inspection. This could be achieved by either of the mechanisms stated in #26 above. We acknowledge there is a good argument for a higher threshold in this case, but the benefit of empowering the SGs and Cs to invoke the inspection process could be nullified if GNSO can refuse to pursue the remedies for ICANN violations of section 22.7 over the objection of the SG or C that invoked the inspection process.</p>	
<p>37 (Petition Process) (b) During the period beginning on the Rejection Action Board Notification Date and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the date that is the 21st day after the Rejection Action Board Notification Date (as it relates to a particular Rejection Action, the "Rejection Action Petition Period"), subject to the procedures and requirements developed by the applicable Decisional Participant, an individual may submit a petition to a Decisional Participant, seeking to reject the Rejection Action and initiate the Rejection Process (a "Rejection Action Petition").</p> <p>(c) A Decisional Participant that has received a Rejection Action Petition shall either accept or reject such Rejection Action Petition; provided that a Decisional Participant may only accept such Rejection Action Petition if it was received by such Decisional Participant during the Rejection Action Petition Period.</p>	<p>standards that should be developed for how a petition is raised in the GNSO do not seem to have been addressed by the Drafting Team. Is it simply by motion, as other things would get on the Council agenda? Who can raise? What about special timing considerations to meet the timing of the EC process?</p>	<p>BC: the bylaws say “subject to the procedures and requirements developed by the applicable Decisional Participant”, and this does not seem to require “standards”. We could recommend process and requirements for individual to submit a petition request to GNSO, which if properly submitted would then be considered by Council. As for timing, how does Council now deliver motions that are needed on very short notice? And we could change the procedure we recommended to say: GNSO representative on the EC will act in accord with</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>(i) If, in accordance with the requirements of <u>Section 2.2(c)</u> of this <u>Annex D</u>, a Decisional Participant accepts a Rejection Action Petition during the Rejection Action Petition Period, the Decisional Participant shall promptly provide to the EC Administration, the other Decisional Participants and the Secretary written notice ("Rejection Action Petition Notice") of such acceptance (such Decisional Participant, the "Rejection Action Petitioning Decisional Participant"), and ICANN shall promptly post such Rejection Action Petition Notice on the Website. The Rejection Action Petition Notice shall also include:</p> <p>(A) the rationale upon which rejection of the Rejection Action is sought. Where the Rejection Action Petition Notice relates to an ICANN Budget, an IANA Budget, an Operating Plan or a Strategic Plan, the Rejection Action Petition Notice shall not be valid and shall not be accepted by the ECAdministration unless the rationale set forth in the Rejection Action Petition Notice is based on one or more significant issues that were specifically raised in the applicable public comment period(s) relating to perceived inconsistencies with the Mission, purpose and role set forth in ICANN's Articles of Incorporation and Bylaws, the global public interest, the needs of ICANN's stakeholders, financial stability, or other matter of concern to the community; and</p> <p>(B) where the Rejection Action Petition Notice relates to a Standard Bylaw Amendment, a statement, if applicable, that the Standard Bylaw Amendment is based solely on the outcome of a PDP, citing the specific PDP and the provision in the Standard Bylaw Amendment subject to the Board Notice that implements such PDP ("PDP Standard Bylaw Statement") and the name of the Supporting Organization that is a Decisional Participant that undertook the PDP relating to the Standard Bylaw Amendment ("Standard Bylaw</p>		<p>instructions included in a motion approved by majority of each house.</p> <p>ISPCP: Is this drafting team the right body to address this? Or shouldn't these procedural items been elaborated by the GNSO RT which took over similar tasks from the SCI? Who's the addressee of a petition in this context? A petition in principle could be filed from anyone within the GNSO community. Criteria should be developed with respect to the specific character of a petition in order to avoid that it just circumvents the GNSO's working process.</p> <p>IPC: IPC agrees that the procedure for raising a petition in the GNSO in the (very limited) circumstances specified should be spelled out. IPC reserves judgment at this time on what those procedures should be.</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Amendment PDP Decisional Participant").</p> <p>The Rejection Process shall thereafter continue pursuant to <u>Section 2.2(d)</u> of this <u>Annex D</u>.</p> <p>(ii) If the EC Administration has not received a Rejection Action Petition Notice pursuant to <u>Section 2.2(c)(i)</u> of this <u>Annex D</u> during the Rejection Action Petition Period, the Rejection Process shall automatically be terminated and the EC Administration shall, within twenty-four (24) hours of the expiration of the Rejection Action Petition Period, deliver to the Secretary a notice certifying that the Rejection Process has been terminated with respect to the Rejection Action contained in the Approval Notice ("Rejection Process Termination Notice"). ICANN shall promptly post such Rejection Process Termination Notice on the Website.</p>			
<p>44 (Nominating Director Committee Removal Process)</p> <p>Section 3.1. NOMINATING COMMITTEE DIRECTOR REMOVAL PROCESS</p> <p>(a) Subject to the procedures and requirements developed by the applicable Decisional Participant, an individual may submit a petition to a Decisional Participant seeking to remove a Director holding Seats 1 through 8 and initiate the Nominating Committee Director Removal Process ("Nominating Committee Director Removal Petition"). Each Nominating Committee Director Removal Petition shall set forth the rationale upon which such individual seeks to remove such Director. The process set forth in this <u>Section 3.1of Annex D</u> is referred to herein as the "Nominating Committee Director Removal Process."</p> <p>(b) During the period beginning on the date that the Decisional Participant received the Nominating Committee Director</p>	<p>The standards that should be developed for how a petition/issue is raised in the GNSO do not seem to have been addressed by the Drafting Team. How can people raise any of these petition/initiation issues? Will individuals be allowed? Must it be through Councilors? Should there be processes within the SGs or Constituencies on how to escalate to a petition?</p>	<p>BC: see response to Item 37 above, regarding standards and timing.</p> <p>ISPCP: Maybe a Petition Development Process: Raising an issue, preliminary evaluation by (legal?) staff, council decision...</p> <p>IPC: As with #37, IPC agrees that procedures applicable here should be spelled out, and reserves judgment on the specifics.</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Removal Petition (such date of receipt, the "Nominating Committee Director Removal Petition Date") and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the date that is the 21st day after the Nominating Committee Director Removal Petition Date (as it relates to a particular Director, the "Nominating Committee Director Removal Petition Period"), the Decisional Participant that has received a Nominating Committee Director Removal Petition ("Nominating Committee Director Removal Petitioned Decisional Participant") shall either accept or reject such Nominating Committee Director Removal Petition; provided that a Nominating Committee Director Removal Petitioned Decisional Participant shall not accept a Nominating Committee Director Removal Petition if, during the same term, the Director who is the subject of such Nominating Committee Director Removal Petition had previously been subject to a Nominating Committee Director Removal Petition that led to a Nominating Committee Director Removal Community Forum (as discussed in <u>Section 3.1(e)</u> of this <u>Annex D</u>).</p> <p>(c) During the Nominating Committee Director Removal Petition Period, the Nominating Committee Director Removal Petitioned Decisional Participant shall invite the Director subject to the Nominating Committee Director Removal Petition and the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director) to a dialogue with the individual(s) bringing the Nominating Committee Director Removal Petition and the Nominating Committee Director Removal Petitioned Decisional Participant's representative on the EC Administration. The Nominating Committee Director Removal Petition may not be accepted unless this invitation has been extended upon reasonable notice and accommodation to the affected Director's availability. If the invitation is accepted by either the Director who is the subject</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>of the Nominating Committee Director Removal Petition or the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director), the Nominating Committee Director Removal Petitioned Decisional Participant shall not accept the Nominating Committee Director Removal Petition until the dialogue has occurred or there have been reasonable efforts to have the dialogue.</p> <p>(i) If, in accordance with <u>Section 3.1(b)</u> of this <u>Annex D</u>, a Nominating Committee Director Removal Petitioned Decisional Participant accepts a Nominating Committee Director Removal Petition during the Nominating Committee Director Removal Petition Period (such Decisional Participant, the "Nominating Committee Director Removal Petitioning Decisional Participant"), the Nominating Committee Director Removal Petitioning Decisional Participant shall, within twenty-four (24) hours of its acceptance of the Nominating Committee Director Removal Petition, provide written notice ("Nominating Committee Director Removal Petition Notice") of such acceptance to the ECAdministration, the other Decisional Participants and the Secretary. The Nominating Committee Director Removal Petition Notice shall include the rationale upon which removal of the affected Director is sought. The Nominating Committee Director Removal Process shall thereafter continue pursuant to <u>Section 3.1(d)</u> of this <u>Annex D</u>.</p> <p>(ii) If the EC Administration has not received a Nominating Committee Director Removal Petition Notice pursuant to <u>Section 3.1(c)(i)</u> of this <u>Annex D</u> during the Nominating Committee Director Removal Petition Period, the Nominating Committee Director Removal Process shall automatically be terminated with respect to the applicable Nominating Committee Director Removal Petition and the ECAdministration shall, within twenty-four (24) hours of the expiration of the Nominating Committee Director Removal</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Petition Period, deliver to the Secretary a notice certifying that the Nominating Committee Director Removal Process has been terminated with respect to the applicable Nominating Committee Director Removal Petition ("Nominating Committee Director Removal Process Termination Notice").</p> <p>(d) Following the delivery of a Nominating Committee Director Removal Petition Notice to the ECAdministration by a Nominating Committee Director Removal Petitioning Decisional Participant pursuant to <u>Section 3.1(c)(i)</u> of this <u>Annex D</u>, the Nominating Committee Director Removal Petitioning Decisional Participant shall contact the EC Administration and the other Decisional Participants to determine whether any other Decisional Participants support the Nominating Committee Director Removal Petition. The Nominating Committee Director Removal Petitioning Decisional Participant shall forward such communication to the Secretary for ICANN to promptly post on the Website.</p> <p>(i) If the Nominating Committee Director Removal Petitioning Decisional Participant obtains the support of at least one other Decisional Participant (a "Nominating Committee Director Removal Supporting Decisional Participant") during the period beginning upon the expiration of the Nominating Committee Director Removal Petition Period and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 7th day after the expiration of the Nominating Committee Director Removal Petition Period (the "Nominating Committee Director Removal Petition Support Period"), the Nominating Committee Director Removal Petitioning Decisional Participant shall provide a written notice to the EC Administration, the other Decisional Participants and the Secretary ("Nominating Committee Director Removal Supported Petition") within twenty-four (24) hours of receiving the support of at least one Nominating Committee Director</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Removal Supporting Decisional Participant. Each Nominating Committee Director Removal Supporting Decisional Participant shall provide a written notice to the EC Administration, the other Decisional Participants and the Secretary within twenty-four (24) hours of providing support to the Nominating Committee Director Removal Petition. Such Nominating Committee Director Removal Supported Petition shall include:</p> <p>(A) a supporting rationale in reasonable detail;</p> <p>(B) contact information for at least one representative who has been designated by the Nominating Committee Director Removal Petitioning Decisional Participant who shall act as a liaison with respect to the Nominating Committee Director Removal Supported Petition;</p> <p>(C) a statement as to whether or not the Nominating Committee Director Removal Petitioning Decisional Participant and/or the Nominating Committee Director Removal Supporting Decisional Participant requests that ICANN organize a publicly-available conference call prior to the Nominating Committee Director Removal Community Forum (as defined in Section 3.1(e) of this Annex D) for the community to discuss the Nominating Committee Director Removal Supported Petition; and</p> <p>(D) a statement as to whether the Nominating Committee Director Removal Petitioning Decisional Participant and the Nominating Committee Director Removal Supporting Decisional Participant have determined to hold the Nominating Committee Director Removal Community Forum during the next scheduled ICANN public meeting.</p> <p>The Nominating Committee Director Removal Process shall thereafter continue for such Nominating Committee Director</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Removal Petition pursuant to <u>Section 3.1(e)</u> of this <u>Annex D</u>.</p> <p>(ii) The Nominating Committee Director Removal Process shall automatically be terminated and the ECAdministration shall, within twenty-four (24) hours of the expiration of the Nominating Committee Director Removal Petition Support Period, deliver to the Secretary a Nominating Committee Director Removal Process Termination Notice if the Nominating Committee Director Removal Petitioning Decisional Participant is unable to obtain the support of at least one other Decisional Participant for its Nominating Committee Director Removal Petition during the Nominating Committee Director Removal Petition Support Period.</p> <p>(e) If the EC Administration receives a Nominating Committee Director Removal Supported Petition under <u>Section 3.1(d)</u> of this <u>Annex D</u> during the Nominating Committee Director Removal Petition Support Period, ICANN shall, at the direction of the EC Administration, convene a forum at which the Decisional Participants and interested parties may discuss the Nominating Committee Director Removal Supported Petition ("Nominating Committee Director Removal Community Forum").</p> <p>(i) If a publicly-available conference call has been requested in a Nominating Committee Director Removal Supported Petition, ICANN shall, at the direction of the EC Administration, schedule such call prior to any Nominating Committee Director Removal Community Forum, and inform the Decisional Participants of the date, time and participation methods of such conference call, which ICANN shall promptly post on the Website. The date and time of any such conference call shall be determined after consultation with the Director who is the subject of the Nominating Committee Director Removal</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Supported Petition regarding his or her availability.</p> <p>(ii) The Nominating Committee Director Removal Community Forum shall be convened and concluded during the period beginning upon the expiration of the Nominating Committee Director Removal Petition Support Period and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Nominating Committee Director Removal Petition Support Period ("Nominating Committee Director Removal Community Forum Period") unless the Nominating Committee Director Removal Supported Petition requested that the Nominating Committee Director Removal Community Forum be held during the next scheduled ICANNpublic meeting, in which case the Nominating Committee Director Removal Community Forum shall be held during the next scheduled ICANN public meeting on the date and at the time determined by ICANN, taking into account any date and/or time requested by the Nominating Committee Director Removal Petitioning Decisional Participant and the Nominating Committee Director Removal Supporting Decisional Participant(s); provided, that, the date and time of any Nominating Committee Director Removal Community Forum shall be determined after consultation with the Director who is the subject of the Nominating Committee Director Removal Supported Petition regarding his or her availability. If the Nominating Committee Director Removal Community Forum is held during the next scheduled ICANN public meeting and that public meeting is held after 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Nominating Committee Director Removal Petition Support Period, the Nominating Committee Director Removal Community Forum Period shall expire at 11:59 p.m., local time of the city hosting such ICANNpublic</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>meeting on the official last day of such ICANN public meeting.</p> <p>(iii) The Nominating Committee Director Removal Community Forum shall be conducted via remote participation methods such as teleconference, web-based meeting room and/or such other form of remote participation as the EC Administration selects, and/or, only if the Nominating Committee Director Removal Community Forum is held during an ICANN public meeting, face-to-face meetings. If the Nominating Committee Director Removal Community Forum will not be held during an ICANN public meeting, the EC Administration shall promptly inform ICANN of the date, time and participation methods of the Nominating Committee Director Removal Community Forum, which ICANN shall promptly post on the Website.</p> <p>(iv) The EC Administration shall manage and moderate the Nominating Committee Director Removal Community Forum in a fair and neutral manner; provided that no individual from the Nominating Committee Director Removal Petitioning Decisional Participant or the Nominating Committee Director Removal Supporting Decisional Participant, nor the individual who initiated the Nominating Committee Director Removal Petition, shall be permitted to participate in the management or moderation of the Nominating Committee Director Removal Community Forum.</p> <p>(v) The Director subject to the Nominating Committee Director Removal Supported Petition, ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) may deliver to the EC Administration in writing its views and questions on the Nominating Committee Director Removal Supported Petition prior to the convening of and during the Nominating Committee Director Removal Community Forum. Any written materials delivered to the EC Administration shall also be delivered to the Secretary</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>for prompt posting on the Website in a manner deemed appropriate by ICANN.</p> <p>(vi) The Director who is the subject of the Nominating Committee Director Removal Supported Petition and the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director) are expected to attend the Nominating Committee Director Removal Community Forum in order to address the issues raised in the Nominating Committee Director Removal Supported Petition.</p> <p>(vii) If the Nominating Committee Director Removal Petitioning Decisional Participant and each of the Nominating Committee Director Removal Supporting Decisional Participants for an applicable Nominating Committee Director Removal Supported Petition agree before, during or after the Nominating Committee Director Removal Community Forum that the issue raised in such Nominating Committee Director Removal Supported Petition has been resolved, such Nominating Committee Director Removal Supported Petition shall be deemed withdrawn and the Nominating Committee Director Removal Process with respect to such Nominating Committee Director Removal Supported Petition will be terminated. If a Nominating Committee Director Removal Process is terminated, the ECAdministration shall, within twenty-four (24) hours of the resolution of the issue raised in the Nominating Committee Director Removal Supported Petition, deliver to the Secretary a Nominating Committee Director Removal Process Termination Notice. For the avoidance of doubt, the Nominating Committee Director Removal Community Forum is not a decisional body and the foregoing resolution process shall be handled pursuant to the internal procedures of the Nominating Committee Director Removal Petitioning Decisional Participant and the Nominating Committee Director Removal</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Supporting Decisional Participant(s).</p> <p>(viii) During the Nominating Committee Director Removal Community Forum Period, an additional one or two Nominating Committee Director Removal Community Forums may be held at the discretion of a Nominating Committee Director Removal Petitioning Decisional Participant and a related Nominating Committee Director Removal Supporting Decisional Participant, or the EC Administration.</p> <p>(ix) ICANN will provide support services for the Nominating Committee Director Removal Community Forum and shall promptly post on the Website a public record of the Nominating Committee Director Removal Community Forum as well as all written submissions of the Director who is the subject of the Nominating Committee Director Removal Supported Petition, ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) related to the Nominating Committee Director Removal Community Forum.</p> <p>(f) Following the expiration of the Nominating Committee Director Removal Community Forum Period, at any time or date prior to 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Nominating Committee Director Removal Community Forum Period (such period, the "Nominating Committee Director Removal Decision Period"), each Decisional Participant shall inform the EC Administration in writing as to whether such Decisional Participant (i) supports such Nominating Committee Director Removal Supported Petition, (ii) objects to such Nominating Committee Director Removal Supported Petition or (iii) has determined to abstain from the matter (which shall not count as supporting or objecting to the Nominating Committee Director Removal</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Supported Petition), and each Decisional Participant shall forward such notice to the Secretary for ICANN to promptly post on the Website. If a Decisional Participant does not inform the EC Administration of any of the foregoing prior to the expiration of the Nominating Committee Director Removal Decision Period, the Decisional Participant shall be deemed to have abstained from the matter (even if such Decisional Participant informs the EC Administration of its support or objection following the expiration of the Nominating Committee Director Removal Decision Period).</p> <p>(g) The EC Administration shall, within twenty-four (24) hours of the expiration of the Nominating Committee Director Removal Decision Period, deliver a written notice ("Nominating Committee Director Removal Notice") to the Secretary certifying that, pursuant to and in compliance with the procedures and requirements of <u>Section 3.1</u> of this <u>Annex D</u>, the EC has approved of the removal of the Director who is subject to the Nominating Committee Director Removal Process if the Nominating Committee Director Removal Supported Petition is (i) supported by three or more Decisional Participants and (ii) not objected to by more than one Decisional Participant.</p> <p>(h) Upon the Secretary's receipt of a Nominating Committee Director Removal Notice, the Director subject to such Nominating Committee Director Removal Notice shall be effectively removed from office and shall no longer be a Director and such Director's vacancy shall be filled in accordance with <u>Section 7.12</u> of the Bylaws.</p> <p>(i) If the Nominating Committee Director Removal Supported Petition does not obtain the support required by <u>Section 3.1(g)</u> of this <u>Annex D</u>, the Nominating Committee Director Removal Process will automatically be terminated and</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>the EC Administration shall, within twenty-four (24) hours of the expiration of the Nominating Committee Director Removal Decision Period, deliver to the Secretary a Nominating Committee Director Removal Process Termination Notice. The Director who was subject to the Nominating Committee Director Removal Process shall remain on the Board and not be subject to the Nominating Committee Director Removal Process for the remainder of the Director's current term.</p> <p>(j) If neither a Nominating Committee Director Removal Notice nor a Nominating Committee Director Removal Process Termination Notice are received by the Secretary prior to 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Nominating Committee Director Removal Community Forum Period, the Nominating Committee Director Removal Process shall automatically terminate and the Director who was subject to the Nominating Committee Director Removal Process shall remain on the Board and shall not be subject to the Nominating Committee Director Removal Process for the remainder of the Director's current term.</p> <p>(k) Notwithstanding anything in this Section 3.1 to the contrary, if, for any reason, including due to resignation, death or disability, a Director who is the subject of a Nominating Committee Director Removal Process ceases to be a Director, the Nominating Committee Director Removal Process for such Director shall automatically terminate without any further action of ICANN or the EC Administration.</p> <p>(l) ICANN shall promptly post to the Website any (i) Nominating Committee Director Removal Petition, (ii) Nominating Committee Director Removal Petition Notice, (iii) Nominating Committee Director Removal Supported Petition, (iv) Nominating Committee Director Removal Notice and the</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
written explanation provided by the EC Administration as to why the EC has chosen to remove the relevant Director, (v) Nominating Committee Director Removal Process Termination Notice, and (vi) other notices the Secretary receives under this Section 3.1.			
<p>45 (SO/AC Director Removal Process)</p> <p>Section 3.2. SO/AC DIRECTOR REMOVAL PROCESS</p> <p>(a) Subject to the procedures and requirements developed by the applicable Decisional Participant, an individual may submit a petition to the ASO, ccNSO, GNSO or At-Large Community (as applicable, the "Applicable Decisional Participant") seeking to remove a Director who was nominated by that Supporting Organization or the At-Large Community in accordance with <u>Section 7.2(a)</u> of the Bylaws, and initiate the SO/AC Director Removal Process ("SO/AC Director Removal Petition"). The process set forth in this <u>Section 3.2</u> of this <u>Annex D</u> is referred to herein as the "SO/AC Director Removal Process."</p> <p>(b) During the period beginning on the date that the Applicable Decisional Participant received the SO/AC Director Removal Petition (such date of receipt, the "SO/AC Director Removal Petition Date") and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the date that is the 21st day after the SO/AC Director Removal Petition Date (as it relates to a particular Director, the "SO/AC Director Removal Petition Period"), the Applicable Decisional Participant shall either accept or reject such SO/AC Director Removal Petition pursuant to the internal procedures of the Applicable Decisional Participant for the SO/AC Director Removal Petition; provided that the Applicable Decisional Participant shall not accept an SO/AC Director Removal Petition if, during the same term, the Director who is the subject of such SO/AC Director Removal Petition had previously been subject to an SO/AC Director Removal Petition that led to</p>	<p>Further guidance is needed before a recommendation can be made, namely: How to apply the $\frac{3}{4}$ threshold (which would be added to section 11.3.i of the ICANN Bylaws) – is this $\frac{3}{4}$ of Council members, $\frac{3}{4}$ of each house or $\frac{3}{4}$ of the House that appointed the Board member in question?</p> <p>As with #44 above, the standards that should be developed for how a petition/issue is raised in the GNSO do not seem to have been addressed by the Drafting Team. How can people raise any of these</p>	<p>BC: The DT noted in our report that this was a split decision: Five DT members believe that voting would occur only in the House that nominated the director, while other DT members said the entire GNSO should vote on this decision.</p> <p>We should try again to find agreement on the DT, and deliver unambiguous language.</p> <p>ISPCP: leave this decision with the body which appointed the board member (house). On the other hand each board member is accountable to the entire (SO?) community. This should be taken into consideration as well.</p> <p>BC: see response to item 37 above, regarding standards and timing. ISPCP: Maybe a Petition Development Process: Raising an issue, preliminary evaluation by (legal?) staff, council decision...</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>an SO/AC Director Removal Community Forum (as defined in Section 3.2(d) of this Annex D).</p> <p>(c) During the SO/AC Director Removal Petition Period, the Applicable Decisional Participant shall invite the Director subject to the SO/AC Director Removal Petition and the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director) to a dialogue with the individual(s) bringing the SO/AC Director Removal Petition and the Applicable Decisional Participant's representative on the EC Administration. The SO/AC Director Removal Petition may not be accepted unless this invitation has been extended upon reasonable notice and accommodation to the affected Director's availability. If the invitation is accepted by either the Director who is the subject of the SO/AC Director Removal Petition or the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director), the Applicable Decisional Participant shall not accept the SO/AC Director Removal Petition until the dialogue has occurred or there have been reasonable efforts to have the dialogue.</p> <p>(i) If, in accordance with Section 3.2(b), the Applicable Decisional Participant accepts an SO/AC Director Removal Petition during the SO/AC Director Removal Petition Period, the Applicable Decisional Participant shall, within twenty-four (24) hours of the Applicable Decisional Participant's acceptance of the SO/AC Director Removal Petition, provide written notice ("SO/AC Director Removal Petition Notice") of such acceptance to the EC Administration, the other Decisional Participants and the Secretary. Such SO/AC Director Removal Petition Notice shall include:</p> <p>(A) a supporting rationale in reasonable detail;</p> <p>(B) contact information for at least one representative who has been designated by the Applicable Decisional Participant who shall act as a liaison with respect to the SO/AC Director Removal Petition Notice;</p> <p>(C) a statement as to whether or not the Applicable Decisional Participant requests that ICANN organize a publicly-available</p>	<p>petition/initiation issues? Will individuals be allowed? Must it be through councilors? Should there be processes within the SGs or Constituencies on how to escalate to a petition?</p> <p>The discussion of whether the ¾ threshold required in Bylaws Annex D, Section 3.2(f) should be applied across the GNSO Council or only in the House that nominated the Director seems to be a bit vague. However, we want to highlight the language of the IANA Stewardship Proposal, which says, "If a three-quarters majority within the nominated SO or AC supports using the power... the EC will use its power. The SO or AC will also publish an explanation of why it has chosen to do so."</p> <p>Therefore, the Proposal supports that the use of this power should be at the SO/AC level, and not a subcomponent, and the reference to internal procedures is about how</p>	<p>IPC: IPC strongly believes that a 3/4 majority of the House that selected a Director should be able to invoke the removal process. To interpret this as 3/4 of council could lead to a situation in which a director might be removed over the objection of a majority or at least a large minority of the House which selected him/her. Just as the "opposite" House has no role in selection, it should have no role in removal. The citation of the IANA Stewardship Proposal is inapposite, as in every other case the entire SO makes the selection (and should have removal power); the GNSO is sui generis in this regard. IPC rejects the recommendation to the contrary in the second paragraph of the "legal assessment" column.</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>conference call prior to the SO/AC Director Removal Community Forum (as defined in <u>Section 3.2(d)</u> of this <u>Annex D</u>) for the community to discuss the SO/AC Director Removal Petition; and</p> <p>(D) a statement as to whether the Applicable Decisional Participant has determined to hold the SO/AC Director Removal Community Forum during the next scheduled ICANN public meeting.</p> <p>The SO/AC Director Removal Process shall thereafter continue for such SO/AC Director Removal Petition pursuant to <u>Section 3.2(d)</u> of this <u>Annex D</u>.</p> <p>(ii) If the EC Administration has not received an SO/AC Director Removal Petition Notice pursuant to <u>Section 3.2(c)(i)</u> during the SO/AC Director Removal Petition Period, the SO/AC Director Removal Process shall automatically be terminated with respect to the applicable SO/AC Director Removal Petition and the EC Administration shall, within twenty-four (24) hours of the expiration of the SO/AC Director Removal Petition Period, deliver to the Secretary a notice certifying that the SO/AC Director Removal Process has been terminated with respect to the applicable SO/AC Director Removal Petition ("SO/AC Director Removal Process Termination Notice").</p> <p>(d) If the EC Administration receives an SO/AC Director Removal Petition Notice under <u>Section 3.2(c)</u> of this <u>Annex D</u> during the SO/AC Director Removal Petition Period, ICANN shall, at the direction of the EC Administration, convene a forum at which the Decisional Participants and interested parties may discuss the SO/AC Director Removal Petition Notice ("SO/AC Director Removal Community Forum").</p> <p>(i) If a publicly-available conference call has been requested in an SO/AC Director Removal Petition Notice, ICANN shall, at the direction of the EC Administration, schedule such call prior to any SO/AC Director Removal Community Forum, and inform the Decisional Participants of the date, time and participation</p>	<p>each SO/AC might demonstrate ¾ support.</p>		

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>methods of such conference call, which ICANN shall promptly post on the Website. The date and time of any such conference call shall be determined after consultation with the Director who is the subject of the SO/AC Director Removal Petition Notice regarding his or her availability.</p> <p>(ii) The SO/AC Director Removal Community Forum shall be convened and concluded during the period beginning upon the expiration of the SO/AC Director Removal Petition Period and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the SO/AC Director Removal Petition Period ("SO/AC Director Removal Community Forum Period") unless the SO/AC Director Removal Petition Notice requested that the SO/AC Director Removal Community Forum be held during the next scheduled ICANN public meeting, in which case the SO/AC Director Removal Community Forum shall be held during the next scheduled ICANN public meeting on the date and at the time determined by ICANN, taking into account any date and/or time requested by the Applicable Decisional Participant; provided, that the date and time of any SO/ACDirector Removal Community Forum shall be determined after consultation with the Director who is the subject of the SO/AC Director Removal Petition Notice regarding his or her availability. If the SO/ACDirector Removal Community Forum is held during the next scheduled ICANN public meeting and that public meeting is held after 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the SO/AC Director Removal Petition Period, the SO/ACDirector Removal Community Forum Period shall expire at 11:59 p.m., local time of the city hosting such ICANN public meeting on the official last day of such ICANN public meeting.</p> <p>(iii) The SO/AC Director Removal Community Forum shall be conducted via remote participation methods such as teleconference, web-based meeting room and/or such other</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>form of remote participation as the EC Administration selects, and/or, only if the SO/AC Director Removal Community Forum is held during an ICANN public meeting, face-to-face meetings. If the SO/AC Director Removal Community Forum will not be held during an ICANN public meeting, the EC Administration shall promptly inform ICANN of the date, time and participation methods of the SO/AC Director Removal Community Forum, which ICANN shall promptly post on the Website.</p> <p>(iv) The EC Administration shall manage and moderate the SO/AC Director Removal Community Forum in a fair and neutral manner; provided that no individual from the Applicable Decisional Participant, nor the individual who initiated the SO/AC Director Removal Petition, shall be permitted to participate in the management or moderation of the SO/AC Director Removal Community Forum.</p> <p>(v) The Director subject to the SO/AC Director Removal Petition Notice, ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) may deliver to the EC Administration in writing its views and questions on the SO/AC Director Removal Petition Notice prior to the convening of and during the SO/AC Director Removal Community Forum. Any written materials delivered to the EC Administration shall also be delivered to the Secretary for prompt posting on the Website in a manner deemed appropriate by ICANN.</p> <p>(vi) The Director who is the subject of the SO/AC Director Removal Petition Notice and the Chair of the Board (or the Vice Chair of the Board if the Chair is the affected Director) are expected to attend the SO/AC Director Removal Community Forum in order to address the issues raised in the SO/AC Director Removal Petition Notice.</p> <p>(vii) If the Applicable Decisional Participant agrees before, during or after the SO/AC Director Removal Community Forum that the issue raised in such SO/AC Director Removal Petition Notice has been resolved, such SO/AC Director Removal Petition Notice shall be deemed withdrawn and</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>the SO/AC Director Removal Process with respect to such SO/AC Director Removal Petition Notice will be terminated. If an SO/AC Director Removal Process is terminated, the EC Administration shall, within twenty-four (24) hours of the resolution of the issue raised in the SO/AC Director Removal Petition Notice, deliver to the Secretary an SO/AC Director Removal Process Termination Notice. For the avoidance of doubt, the SO/AC Director Removal Community Forum is not a decisional body and the foregoing resolution process shall be handled pursuant to the internal procedures of the Applicable Decisional Participant.</p> <p>(viii) During the SO/AC Director Removal Community Forum Period, an additional one or two SO/AC Director Removal Community Forums may be held at the discretion of the Applicable Decisional Participant or the EC Administration.</p> <p>(ix) ICANN will provide support services for the SO/AC Director Removal Community Forum and shall promptly post on the Website a public record of the SO/AC Director Removal Community Forum as well as all written submissions of the Director who is the subject of the SO/AC Director Removal Petition Notice, ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) related to the SO/AC Director Removal Community Forum.</p> <p>(e) Following the expiration of the SO/AC Director Removal Community Forum Period, ICANN shall, at the request of the EC Administration, issue a request for comments and recommendations from the community, which shall be delivered to the Secretary for prompt posting on the Website along with a means for comments and recommendations to be submitted to ICANN on behalf of the EC Administration. This comment period shall remain open until 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 7th day after the request for comments and recommendations was posted on the Website (the "SO/AC Director Removal Comment Period"). ICANN shall</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>promptly post on the Website all comments and recommendations received by ICANN during the SO/AC Director Removal Comment Period.</p> <p>(f) Following the expiration of the SO/AC Director Removal Comment Period, at any time or date prior to 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the SO/AC Director Removal Comment Period (such period, the "SO/AC Director Removal Decision Period"), the Applicable Decisional Participant shall inform the EC Administration in writing as to whether the Applicable Decisional Participant has support for the SO/AC Director Removal Petition Notice within the Applicable Decisional Participant of a three-quarters majority as determined pursuant to the internal procedures of the Applicable Decisional Participant ("SO/AC Director Removal Notice"). The Applicable Decisional Participant shall, within twenty-four (24) hours of obtaining such support, deliver the SO/AC Director Removal Notice to the EC Administration, the other Decisional Participants and Secretary, and ICANN shall, at the direction of the Applicable Decisional Participant, concurrently post on the Website an explanation provided by the Applicable Decisional Participant as to why the Applicable Decisional Participant has chosen to remove the affected Director. Upon the Secretary's receipt of the SO/AC Director Removal Notice from the EC Administration, the Director subject to such SO/AC Director Removal Notice shall be effectively removed from office and shall no longer be a Director and such Director's vacancy shall be filled in accordance with <u>Section 7.12</u> of the Bylaws.</p> <p>(g) If the SO/AC Director Removal Petition Notice does not obtain the support required by <u>Section 3.2(f)</u> of this <u>Annex D</u>, the SO/AC Director Removal Process will automatically be terminated and the ECAdministration shall, within twenty-four (24) hours of the failure to obtain such support, deliver to the Secretary an SO/AC Director Removal Process Termination</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Notice. The Director who was subject to the SO/AC Director Removal Process shall remain on the Board and shall not be subject to the SO/AC Director Removal Process for the remainder of the Director's current term.</p> <p>(h) If neither an SO/AC Director Removal Notice nor an SO/AC Director Removal Process Termination Notice are received by the Secretary prior to the expiration of the SO/AC Director Removal Decision Period, the SO/AC Director Removal Process shall automatically terminate and the Director who was subject to the SO/AC Director Removal Process shall remain on the Board and shall not be subject to the SO/AC Director Removal Process for the remainder of the Director's current term.</p> <p>(i) Notwithstanding anything in this Section 3.2 to the contrary, if, for any reason, including due to resignation, death or disability, a Director who is the subject of an SO/AC Director Removal Process ceases to be a Director, the SO/AC Director Removal Process for such Director shall automatically terminate without any further action of ICANN or the EC Administration.</p> <p>(j) ICANN shall promptly post to the Website any (i) SO/AC Director Removal Petition, (ii) SO/AC Director Removal Petition Notice, (iii) SO/AC Director Removal Notice and the written explanation provided by the EC Administration as to why the EC has chosen to remove the relevant Director, (iv) SO/AC Director Removal Process Termination Notice, and (v) other notices the Secretary receives under this Section 3.2.</p>			
<p>46 (Board Recall Process)</p> <p>Section 3.3. BOARD RECALL PROCESS</p> <p>(a) Subject to the procedures and requirements developed by the applicable Decisional Participant, an individual may submit a petition to a Decisional Participant seeking to remove all Directors (other than the President) at the same time and initiate the Board</p>	<p>As with #44 and 45, the standards that should be developed for how a petition/issue is raised in the GNSO do not seem to have been addressed by the Drafting Team. How can people raise any of these</p>	<p>BC: see response to item 37 above, regarding standards and timing. This is for full board recall, not for a single director, so not understanding the first part of the legal assessment (at right).</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Recall Process ("Board Recall Petition"), provided that a Board Recall Petition cannot be submitted solely on the basis of a matter decided by a Community IRP if (i) such Community IRP was initiated in connection with the Board's implementation of GAC Consensus Advice and (ii) the EC did not prevail in such Community IRP. Each Board Recall Petition shall include a rationale setting forth the reasons why such individual seeks to recall the Board. The process set forth in this <u>Section 3.3</u> of this <u>Annex D</u> is referred to herein as the "Board Recall Process."</p> <p>(b) A Decisional Participant that has received a Board Recall Petition shall either accept or reject such Board Recall Petition during the period beginning on the date the Decisional Participant received the Board Recall Petition ("Board Recall Petition Date") and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the date that is the 21st day after the Board Recall Petition Date (the "Board Recall Petition Period").</p> <p>(i) If, in accordance with <u>Section 3.3(b)</u> of this <u>Annex D</u>, a Decisional Participant accepts a Board Recall Petition during the Board Recall Petition Period (such Decisional Participant, the "Board Recall Petitioning Decisional Participant"), the Board Recall Petitioning Decisional Participant shall, within twenty-four (24) hours of the expiration of its acceptance of the Board Recall Petition, provide written notice ("Board Recall Petition Notice") of such acceptance to the EC Administration, the other Decisional Participants and the Secretary. The Board Recall Petition Notice shall include the rationale upon which removal of the Board is sought. The Board Recall Process shall thereafter continue pursuant to <u>Section</u></p>	<p>petition/initiation issues? Will individuals be allowed? Must it be through councilors? Should there be processes within the SGs or Constituencies on how to escalate to a petition?</p> <p>The discussion of whether the ¾ threshold required in Bylaws Annex D, Section 3.2(f) should be applied across the GNSO Council or only in the House that nominated the director seems to be a bit vague. However, we want to highlight the language of the IANA Stewardship Proposal, which says, "If a three-quarters majority within the nominated SO or AC supports using the power... the EC will use its power. The SO or AC will also publish an explanation of why it has chosen to do so."</p> <p>Therefore, the Proposal supports that the use of this power should be at the SO/AC level, and not a subcomponent, and the reference to internal procedures is about how</p>	<p>ISPCP: Maybe a Petition Development Process: Raising an issue, preliminary evaluation by (legal?) staff, council decision...</p> <p>IPC: The issue identified seems similar to ##37 and 44 so see responses above. The "legal assessment" column is identical to that in #45 so see our response to #45 to extent applicable.</p>	

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p><u>3.3(c)</u> of this <u>Annex D</u>. (ii) If the EC Administration has not received a Board Recall Petition Notice pursuant to <u>Section 3.3(b)(i)</u> of this <u>Annex D</u> during the Board Recall Petition Period, the Board Recall Process shall automatically be terminated with respect to the Board Recall Petition and the EC Administration shall, within twenty-four (24) hours of the expiration of the Board Recall Petition Period, deliver to the Secretary a notice certifying that the Board Recall Process has been terminated with respect to the Board Recall Petition ("Board Recall Process Termination Notice"). (c) Following the delivery of a Board Recall Petition Notice to the EC Administration by a Board Recall Petitioning Decisional Participant pursuant to <u>Section 3.3(b)(i)</u> of this <u>Annex D</u>, the Board Recall Petitioning Decisional Participant shall contact the EC Administration and the other Decisional Participants to determine whether any other Decisional Participants support the Board Recall Petition. The Board Recall Petitioning Decisional Participant shall forward such communication to the Secretary for ICANN to promptly post on the Website. (i) If the Board Recall Petitioning Decisional Participant obtains the support of at least two other Decisional Participants (each, a "Board Recall Supporting Decisional Participant") during the period beginning upon the expiration of the Board Recall Petition Period and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 7th day after the expiration of the Board Recall Petition Period (the "Board Recall Petition Support Period"), the Board Recall</p>	<p>each SO/AC might demonstrate ¾ support.</p>		

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>Petitioning Decisional Participant shall provide a written notice to the EC Administration, the other Decisional Participants and the Secretary ("Board Recall Supported Petition") within twenty-four hours of receiving the support of at least two Board Recall Supporting Decisional Participants. Each Board Recall Supporting Decisional Participant shall provide a written notice to the EC Administration, the other Decisional Participants and the Secretary within twenty-four (24) hours of providing support to the Board Recall Petition. Such Board Recall Supported Petition shall include:</p> <ul style="list-style-type: none"> (A) a supporting rationale in reasonable detail; (B) contact information for at least one representative who has been designated by the Board Recall Petitioning Decisional Participant who shall act as a liaison with respect to the Board Recall Supported Petition; (C) a statement as to whether or not the Board Recall Petitioning Decisional Participant and/or the Board Recall Supporting Decisional Participants requests that ICANN organize a publicly-available conference call prior to the Board Recall Community Forum (as defined in <u>Section 3.3(d)</u> of this <u>Annex D</u>) for the community to discuss the Board Recall Supported Petition; and (D) a statement as to whether the Board Recall Petitioning Decisional Participant and the Board Recall Supporting Decisional Participants have determined to hold the Board Recall Community Forum during the next scheduled ICANN public meeting. <p>The Board Recall Process shall thereafter continue for such Board Recall Supported Petition pursuant to <u>Section 3.3(d)</u> of this <u>Annex D</u>.</p> <p>(ii) The Board Recall Process shall automatically be</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>terminated and the EC Administration shall, within twenty-four (24) hours of the expiration of the Board Recall Petition Support Period, deliver to the Secretary a Board Recall Process Termination Notice if the Board Recall Petitioning Decisional Participant is unable to obtain the support of at least two other Decisional Participants for its Board Recall Petition during the Board Recall Petition Support Period.</p> <p>(d) If the EC Administration receives a Board Recall Supported Petition under <u>Section 3.3(c)</u> of this <u>Annex D</u> during the Board Recall Petition Support Period, ICANN shall, at the direction of the EC Administration, convene a forum at which the Decisional Participants and interested parties may discuss the Board Recall Supported Petition ("Board Recall Community Forum").</p> <p>(i) If a publicly-available conference call has been requested in a Board Recall Supported Petition, ICANN shall, at the direction of the EC Administration, schedule such call prior to any Board Recall Community Forum, and inform the Decisional Participants of the date, time and participation methods of such conference call, which ICANN shall promptly post on the Website. The date and time of any such conference call shall be determined after consultation with the Board regarding the availability of the Directors.</p> <p>(ii) The Board Recall Community Forum shall be convened and concluded during the period beginning upon the expiration of the Board Recall Petition Support Period and ending at 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>after the expiration of the Board Recall Petition Support Period ("Board Recall Community Forum Period") unless the Board Recall Supported Petition requested that the Board Recall Community Forum be held during the next scheduled ICANN public meeting, in which case the Board Recall Community Forum shall be held during the next scheduled ICANN public meeting on the date and at the time determined by ICANN, taking into account any date and/or time requested by the Board Recall Petitioning Decisional Participant and the Board Recall Supporting Decisional Participants; provided, that, the date and time of any Board Recall Community Forum shall be determined after consultation with the Board regarding the availability of the Directors. If the Board Recall Community Forum is held during the next scheduled ICANN public meeting and that public meeting is held after 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Board Recall Petition Support Period, the Board Recall Community Forum Period shall expire at 11:59 p.m., local time of the city hosting such ICANN public meeting on the official last day of such ICANN public meeting.</p> <p>(iii) The Board Recall Community Forum shall have at least one face-to-face meeting and may also be conducted via remote participation methods such as teleconference, web-based meeting room and/or such other form of remote participation as the EC Administration selects. If the Board Recall Community Forum will not be held during an ICANN public meeting, the EC Administration shall promptly inform ICANN of the date, time and</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>participation methods of the Board Recall Community Forum, which ICANN shall promptly post on the Website.</p> <p>(iv) The EC Administration shall manage and moderate the Board Recall Community Forum in a fair and neutral manner; provided that no individual from the Board Recall Petitioning Decisional Participant or a Board Recall Supporting Decisional Participant, nor the individual who initiated the Board Recall Petition, shall be permitted to participate in the management or moderation of the Board Recall Community Forum.</p> <p>(v) ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) may deliver to the EC Administration in writing its views and questions on the Board Recall Supported Petition prior to the convening of and during the Board Recall Community Forum. Any written materials delivered to the EC Administration shall also be delivered to the Secretary for prompt posting on the Website in a manner deemed appropriate by ICANN.</p> <p>(vi) ICANN staff and the full Board are expected to attend the Board Recall Community Forum in order to address the issues raised in the Board Recall Supported Petition.</p> <p>(vii) If the Board Recall Petitioning Decisional Participant and each of the Board Recall Supporting Decisional Participants for the Board Recall Supported Petition agree before, during or after the Board Recall Community Forum that the issue raised in such Board Recall Supported Petition has been resolved, such Board Recall Supported Petition shall be deemed withdrawn and the Board Recall Process with respect to such Board Recall Supported Petition will be terminated. If a Board Recall Process is terminated, the EC Administration shall, within</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>twenty-four (24) hours of the resolution of the issue raised in the Board Recall Supported Petition, deliver to the Secretary a Board Recall Process Termination Notice. For the avoidance of doubt, the Board Recall Community Forum is not a decisional body and the foregoing resolution process shall be handled pursuant to the internal procedures of the Board Recall Petitioning Decisional Participant and the Board Recall Supporting Decisional Participants.</p> <p>(viii) During the Board Recall Community Forum Period, an additional one or two Board Recall Community Forums may be held at the discretion of the Board Recall Petitioning Decisional Participant and the Board Recall Supporting Decisional Participants, or the EC Administration.</p> <p>(ix) ICANN will provide support services for the Board Recall Community Forum and shall promptly post on the Website a public record of the Board Recall Community Forum as well as all written submissions of ICANN and any Supporting Organization or Advisory Committee (including Decisional Participants) related to the Board Recall Community Forum.</p> <p>(e) Following the expiration of the Board Recall Community Forum Period, at any time or date prior to 11:59 p.m. (as calculated by local time at the location of ICANN's principal office) on the 21st day after the expiration of the Board Recall Community Forum Period (such period, the "Board Recall Decision Period"), each Decisional Participant shall inform the EC Administration in writing as to whether such Decisional Participant (i) supports such Board Recall Supported Petition, (ii) objects to such Board Recall Supported Petition or (iii)</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>has determined to abstain from the matter (which shall not count as supporting or objecting to such Board Recall Supported Petition), and each Decisional Participant shall forward such notice to the Secretary for ICANN to promptly post on the Website. If a Decisional Participant does not inform the ECAdministration of any of the foregoing prior to expiration of the Board Recall Decision Period, the Decisional Participant shall be deemed to have abstained from the matter (even if such Decisional Participant informs the EC Administration of its support or objection following the expiration of the Board Recall Decision Period).</p> <p>(f) The EC Administration shall, within twenty-four (24) hours of the expiration of the Board Recall Decision Period, deliver a written notice ("EC Board Recall Notice") to the Secretary certifying that, pursuant to and in compliance with the procedures and requirements of this <u>Section 3.3</u> of this <u>Annex D</u>, the EC has resolved to remove all Directors (other than the President) if (after accounting for any adjustments to the below as required by the GAC Carve-out pursuant to <u>Section 3.6(e)</u> of the Bylaws if an IRP Panel found that, in implementing GAC Consensus Advice, the Board acted inconsistently with the Articles or Bylaws) a Board Recall Supported Petition (i) is supported by four or more Decisional Participants, and (ii) is not objected to by more than one Decisional Participant.</p> <p>(g) Upon the Secretary's receipt of an EC Board Recall Notice, all Directors (other than the President) shall be effectively removed from office and shall no longer be Directors and such vacancies shall be filled in accordance with <u>Section 7.12</u> of the Bylaws.</p>			

Item Number	Questions Identified / Legal Assessment	DT Input	DT Response / Proposed Change
<p>(h) If the Board Recall Supported Petition does not obtain the support required by <u>Section 3.3(f)</u> of this <u>Annex D</u>, the Board Recall Process will automatically be terminated and the EC Administration shall, within twenty-four (24) hours of the expiration of the Board Recall Decision Period, deliver to the Secretary a Board Recall Process Termination Notice. All Directors shall remain on the Board.</p> <p>(i) If neither an EC Board Recall Notice nor a Board Recall Process Termination Notice are received by the Secretary prior to the expiration of the Board Recall Decision Period, the Board Recall Process shall automatically terminate and all Directors shall remain on the Board.</p> <p>(j) ICANN shall promptly post to the Website any (i) Board Recall Petition, (ii) Board Recall Petition Notice, (iii) Board Recall Supported Petition, (iv) EC Board Recall Notice and the written explanation provided by the EC Administration as to why the EC has chosen to recall the Board, (v) Board Recall Process Termination Notice, and (vi) other notices the Secretary receives under this <u>Section 3.3</u>.</p>			