

CCWG-AP Questions for ICANN Org
30 July 2018

1. With respect to fiduciary requirements for directors and officers of ICANN, what elements need to be added to the below list, if any?
 - a. Fiduciary requirements for directors and officers of ICANN (included in draft response to charter question 3 for mechanisms 1 & 2):
 - Disbursement of funds must be for projects that are in accordance with ICANN's mission.
 - Disbursements must be made for lawful purposes.
 - Oversight and management of the funds (Investment policy, compliance, performance management).
2. Should the CCWG recommend that ICANN org create a separate department, as outlined in mechanism 1 & 2, how would such a department benefit from services / expertise inside of ICANN org and how are those services / expertise then paid for? Guidance may be informed by the recent creation of PTI and/or the running/management of the new gTLD program. In addition to potentially paying for services / expertise from auction proceeds, what other costs are expected to be borne by auction proceeds for the establishments and running of a separate department?
3. The CCWG is expected to define principles to guide the development of safeguards at the project oversight level for each of the mechanisms. Can you provide guidance on where there may be differences in the safeguards needed for each mechanism?
4. From the ICANN org perspective, are there any considerations the CCWG should keep in mind as it defines principles to guide decisions regarding division of labor between ICANN and any external organization(s) as foreseen in mechanisms 2 and possibly 3 & 4?
5. Can legal and fiduciary requirements be met through existing safeguards that ICANN org has already in place, such as internal controls, contracting and disbursement guidelines, corporate compliance effort, and review by the Board? Is the answer the same for all mechanisms? If not, what are the differences? What are some examples of these safeguards?
6. Can you provide input on how conflict of interest requirements may differ for different elements of the process and program: setting up of mechanism, running of mechanism, project evaluation, project application & implementation?
7. From the ICANN org perspective, do you have any guidance on how the governance framework requirements may differ between the different mechanisms?
8. Do you have any initial thoughts on how governance committees, steering committees, oversight councils, and/or advisory boards may play into each of the models? Is an advisory board needed to handle potential conflicts (SO/AC/Board/ICANN org members)?
9. For mechanisms where some portion of the work is carried out by a third party, how closely would ICANN need to be involved in elements of the governance framework? Which elements can be delegated? Is there a need to define 'supervision' from ICANN org further at this stage or what principles need to be considered as part of the potential implementation of such a mechanism?
10. Are there any legal or fiduciary requirements and/or COI requirements that need specific consideration in relation to the question of whether ICANN, the organization or a constituent part thereof, such as an SO or AC can be an applicant under any circumstances?
11. What is the expected impact of the different mechanisms on ICANN's tax reporting as well as possible auditing by tax authorities? Do these differ depending on the mechanism chosen?

12. Under mechanisms 1 & 2, would new staff be brought into ICANN to support grant making and management/evaluation and if so would they have to be brought in as contract staff, with time specific contracts? If not, how would ICANN handle sunseting of staff?
13. What expertise/competency is the ICANN Board expected to have to engage in grant making/grant review/etc under mechanisms 1 & 2?
14. What would the additional time for existing Board members be to take on internal review of grants/review/management?
15. Taking into account the role the Board may need to play in the different mechanisms to ensure oversight, do you expect that this would require additional expertise from Board members? Is there a bigger risk compared from one to another mechanism that this role could impact the Board's responsibilities in relation to ICANN's mission and core responsibilities?
16. What do you anticipate the time requirements for Board members be to take on the oversight role anticipated in relation to the different mechanisms?
17. Based on conversations so far within ICANN org, do you have any input on whether the human rights impact of the chosen mechanism and related activities will be evaluated? What might this look like in practice, noting that ICANN will have an operative Bylaw regarding human rights that could require a certain level of diligence? Would it be helpful for the CCWG to provide guidance on certain aspects of this issue to support future implementation work? If so, which aspects?
18. From the ICANN org perspective, is 'in service of ICANN' sufficiently clear and does it provide sufficient guidance for future evaluators? If not, how can it be clarified? (Question may require Board input). Note that the CCWG has produced the Preamble to provide guidance on this issue.
19. The CCWG is expected to define principles to minimize risk to ICANN org. Do you have any input on principles related to minimizing risk for the organization?