

Brian Cute: Is the phone - the conference line open? Good morning. This is the Accountability and Transparency Review Team meeting of June 18th in Brussels, Belgium. Good morning and welcome to all. I would first like to start with a roll call of the folks around the table, the team members, and the people in the room. Warren, if you wouldn't mind starting? Name and affiliation.

Warren Adelman: Warren Adelman, GoDaddy.com

Cheryl Langdon-Orr: Cheryl Langdon-Orr, At Large Advisory Committee.

Erick Iriarte Ahon: Erick Iriarte with LACTLD.

Manal Ismail: Manal Ismail, Egyptian Government.

Larry Strickling: Larry Strickling, US Government.

Xinsheng Zhang: Xinsheng from China, am of IT.

Alice Jansen: Alice Jansen, ICANN Staff.

Olof Nordling: Olof Nordling, ICANN Staff.

Denise Michel: Denise Michel, ICANN Staff.

Brian Cute: And this is Brian Cute with Affilias. I'd like to note that there are a few Review Team members who are en route to the meeting and will be arriving late. With that, have we started the recording? Thank you. Recording is started and Peter Dengate-Thrush is now present. Thank you and welcome. Okay, if we can move to our first item on the agenda which is to approve the agenda. Does everyone on the Review Team have a copy of the proposed agenda for the meeting? Open table, any comments, edits, additions? Okay, I have a motion to approve the agenda.

Warren Adelman: Second the motion.

Woman: I will second.

Brian Cute: All in favor of the agenda say "Aye".

Group: Aye.

Brian Cote: Agenda approved. Next item, our proposed work schedule. Does everyone have a copy of the documents that were sent out last night? So the proposed work schedule will have a direct impact on not only the work of the team, but the work of the management assessment entity that takes on the task of management assessment. So, if we could open that document and take a look at the calendar that has been proposed, you will see it is an extension of the present August deadline for the management assessment review report.

It would put that report out to October 31st. Elle, can we get that up on the screen please, waiting for the screen to come up. Okay, we have it up on the screen. It's not terribly legible, but if you can follow along. For the Review Team: if you can note that the first few entries pretty much track the current calendar that we've agreed upon. So, we're here on June 18th. We'll be hearing from candidates for the RFP.

And, we then have the selection targeted for July 2nd of the winning candidate, and the work to begin July 9th. Currently our calendar would call for the Management Assessment Team to provide a report back to the Review Team by the end of August in advance of our scheduled meeting in Asia. We heard responses to the RFP. Quite a number of the candidates indicated this was an extraordinarily aggressive time table. I think we, as a Review Team, all recognize it's an extraordinarily aggressive time table.

So the proposal here is that the report from the Management Assessment Team could be pushed out until October 31, 2010. Which would effectively give the Management Assessment Team an additional two month's time to do its data gathering and report writing, and should - this is a point of discussion for the Review Team - keep the team on pace to provide its recommendations by December 31st without interruption of the earlier schedule. So I'd like to hear some discussion on the proposal of pushing the deadline out to October 31st for the management assessment final report. Larry?

Larry Strickling: I have two questions. First, what do you see happening between now and July the 2nd? Is there a reason, at least in terms of our action, make a decision this weekend? I understand the paperwork may take a certain amount of time to catch up. But, are you envisioning something happening in the next two weeks other than paperwork?

- Brian Cute: No. It's my hope we can make a decision on the candidate, the winner.
- Larry Strickling: Very good. In terms of October 31st, I don't have a problem with that except to say that I would hope that the meeting, that the readout and really get the work - the work ought to be done by the time they meet with us. Forward with this and then at the paper I find with that, but I would expect their work to be done when they meet with us.
- Brian Cute: That would be my hope as well. Fabio?
- Fabio Colasanti: Obviously it's not work. Larry said it's very poor and to explain to them.
- Brian Cute: Point taken. One related thought is another point for discussion. We'll need to perhaps develop a statement of work for the winning candidate that more clearly defines the work that we intend them to do, and we can add those points into the statement of work delivery of their final report at a time frame around Cairo, for example. Any other thoughts or discussions on the proposed calendar or work? And good morning to Willie Currie who's joined the meeting.

We would still envision, if you could scroll down Manal Ismail, that we would have our team meeting in Cartagena on the 5th and the 10th. As Fabio noted, we would have proposed recommendations out to the community for comment in advance of that date, and otherwise remain on target to deliver our final recommendations by December 31st. If there's no disagreement we will proceed with this as our proposed work schedule and fill in the details with the winning candidate as we move forward. Anything else on item number one?

I'd like to add one point of discussion; it's a point of order actually, for the candidates today and the evaluation of the candidates today before we move on to Item 2. It wasn't clear, and Peter thank you for raising the question on the list. The subcommittee, or working team, that came together to review the responses to the RFP and to select candidates to make presentations to the room today, to the team today in Brussels, were authorized to just do that.

In terms of hearing the proposals today and evaluating and scoring the proposals today, my operating assumption was that the entire Review Team would be present and available barring any conflicts of other

meetings, to both hear the presentations and to participate in the scoring and evaluation. Is there any disagreement or suggestion that we take another approach to that exercise? The suggestion by Peter had been that perhaps the working group, or the Subcommittee if you will, could actually take on the evaluation, scoring and selection of the final candidate. Those are the two choices. Cheryl?

Cheryl Langdon-Orr: Thank you Bryan. I think unless we did this as a committee of the whole, those of us who are representatives of part of the constituencies and bank holder groups that we're working with wouldn't be seen as doing our job and bringing up their views. I'm very concerned that we make sure it is seen to be a significant decision if and when we make it. I've been speaking that we've been using very permanent positive definite language and I think we should withdraw that we don't speak ourselves to that because we do have to make those decisions yet. But when and if we make those decisions, we need to be able to justify to our communities that they've been made with all due diligence. These microphones are appalling.

Brian Cute: Any other discussion? Then I would suggest that we proceed with all our team members listening to the proposals. We will have evaluation scoring sheets. And also noted for the record, it's clear during this ICANN week that many of the Review Team members have other obligations, other meeting to tend to, and it's completely understood that from time to time, people may have to tend to other obligations throughout the week. If that includes the evaluations or the proposal, then we will go with the Review Team members who are in the room.

I would suggest that if any Review Team member is unable to listen to all five presentations, then they should excuse themselves from evaluating because that would not be fair to the proposal that they missed. Moving on to number two, establishment of issues based working teams. Annelle, could you pull up that document for the screen? This is one of the documents I circulated last night. We have discussed how to structure ourselves on any issues based working team approach. There were essentially two ideas that surfaced.

One suggestion was that we create issues based working teams around the five items in paragraph 9.1 of the affirmation of commitments. Warren Adelman: has sent an email to the list suggesting that perhaps we should consider, and it's up on the screen now - Warren's suggestion,

consolidating a few of the five items, and there were some logical linkages that Warren identified that he felt would be better captured if we took that approach. Warren, would you like to speak to that suggestion?

Warren Adelman:: I was simply trying to consolidate our work, get ourselves into groups that would make the process a little bit more efficient from my perspective, and provide them with these areas that were captured in that section of the AOC into some logical order. I think I may have reflected that in the message I had sent. Thank you.

Brian Cute: Thank you, Warren. I had looked at your suggestion and the analysis I went through was I think you're correct in that you've identified A, that there are linkages between certain of the categories. B, and I think I'm not reading into this, but the Board decision input's your number one there. If you look at letter A of the AOC 9.1, it's not explicit. Decisions are not explicit. I read into your suggestion that we capture all the critical aspects of the review.

I think a fair reading, one approach might be and this issue has room for discussion, is a fair reading of A for example, where you look at evaluation of Board performance. One could certainly read into Board performance broadly decision making. Any issues based working team could explicitly call out the items that need to be addressed in that particular area of review. That would be one approach to making sure we don't miss anything or miss linkages. I'd like to have some discussion at this point. Peter?

Peter Dengate-Thrush: Thank you, Bryan, just agreeing with Warren's approach and to help that along a little bit. It seems pretty obvious to me that A has two totally different concepts. One is assessing what the Board is doing. Perhaps getting on with how the thing links itself. Then the consideration of appeal mechanisms is actually a totally different concept. It has nothing to do with the Board, it's what goes on outside.

So my suggestion would be take the question of appeal mechanisms either out entirely to its own topic or add it to C or D. They're about assessments of the approval processes of what goes on inside the Board. Actually going to need the recommendation from the President's Treasury Committee was that a specialist bunch of expert constitutional lawyers was going to be needed to be set up to deal with that line.

- Brian Cute: Thank you, Peter, other discussion, Manal?
- Manal Ismail: Thank you, Brian. I think we need to think on two separate things. How are we going to build up our recommendations at the end and whether they are going to match the five contingents that are mentioned within the Affirmation of Commitments, and how are going to manage our work internally. I mean, if we are committed to have a recommendation at the end along the same five lines, then we have to keep an eye on this and manage our work internally as we wish.
- What I suggest is that we go through each bullet and break it down to what it really means so we can try to find out where are the overlaps and whether those overlaps are a redundancy in the work or maybe they are tackling the same issue from different points of view. Something like the appeal mechanism could be looked at from a Board point of view; it could be looked at from the community point of view. I think that having overlaps is much more safe than having gaps. We need to work those overlaps. Thank you.
- Brian Cute: I think a point we all agree on is efficiency of the work and breaking the work down into a number of sub-issues or sub-categories that can be effectively and efficiently managed by working teams. The question is how many and where do we consolidate? Warren has made a suggestion for consolidation between A, C and D into a single working team.
- I think we can certainly take that approach. I think we need to pay careful attention to areas of linkage as Manal said, make sure there are no gaps. That by consolidating we haven't created areas that are not getting the review that they require. Does anybody have any other thoughts about the proposed consolidation of A, B, C, D and E? Yes, Olivier?
- Olivier Muron: I think the A, B, C, D is possible.
- Brian Cute: Thank you, Olivier. Welcome to Becky Burr who's joined the meeting. Other thoughts on organizing the issues based working teams, Fabio?
- Fabio Colasanti: (Inaudible 20:25).
- Brian Cute: Yes, my own thoughts are that we have thirteen members to work with. I would think at a minimum you would want to have three on any working group or sub-team. I think that's a good dynamic as opposed to two. Also

the suggestion of working groups would not exclude any Review Team member if they are so moved to work on all of the sub-working teams. Willie.

Willie Currie: (Inaudible 21:04).

Brian Cute: Thank you, Willie. Larry?

Larry Strickling: It seems that looking at these now in the context of a Review Team (inaudible 21:40) amongst themselves. Some of these are process, some of these are outputs. It may be that item D is an output that we'd like to see applied to every step of the process. In other words, I'm not sure that you look at D in isolation from the individual parts of the process that go into it. Whereas if you're focusing on the Board piece of this: when they get an item for decision, how it comes to them, what they're briefed on, how they deliberate.

That's a piece of the process, that gap is a piece of the process. The public input is a piece of that process. So it may make sense to take the process and carve it up, but you do have these over-arching outputs that you want to see voting at each step as a result of the process together. If you're only focused on public input, that part of the process, one of the tests you would apply to it is what about the public input process leads to acceptance of the ultimate decision of the community and what about it might be improved, if anything, to also improve that output.

Brian Cute: Thank you, Larry. What I'm hearing is a fairly broad agreement that there's a recognition that there are multiple elements here, that there are inter-relationships and linkages that we need to be careful in combining so as not to create too broad a scope for any particular working group. All these seem to be points of agreement. I don't think we have the time this morning to come to a conclusion. I'm thinking perhaps we should ask two or three people to sit down and put together a suggestion to the team as to how we break this up. Could we do that? Do we have any candidate? Peter.

Peter Dengate-Thrush: Thank you.

Brian Cute: Warren?

Warren Adelman: Sure.

Brian Cute: Cheryl? Peter, Becky, Warren, Cheryl, thank you very much, if you take on that task if you come back to us with a recommendation, very good. Thank you very much, if there is no further discussion on that item? Okay, moving on. We are going to review the ICANN staff produced materials, and this agenda item comes out of the Marina Del Rey meeting, the first meeting of the ATAR team with the ICANN staff. There was very good and constructive exchange with staff in Marina Del Rey followed by the identification of some documents the Review Team would require in order to begin our review process.

On the screen now we have the list of documents that were requested of ICANN staff. If you scroll down further, Denise Michel, whose present, being the point person has provided responses and documents. Denise, would you be able to, I've got up on the screen your response and anything else you have, could you just walk us through the status of the document requests and document production?

Denise Michel: Okay. What would be most useful is to list all of the items that were added to the Review Team.

Brian Cute: Yes, if you could do that. If the list up there is helpful to you, please, you can follow that or if you've got your own list. Whichever is easiest for you.

Denise Michel: Sure, when I provide the list. In going down the list of documents, perhaps the easiest would be to (inaudible 25:46) all of the items that were requested. We can go through them. ICANN staff provided a draft Affirmation of Commitment inventory. We provided a copy to the Review Team on May 5th and it was subsequently dated and provided to the Review Team. I have some additional updates, providing that to the Review Team and posting that as an information document.

As you can imagine, this inventory isn't meant to capture the whole waterfront of activities that ICANN Board staff and community Affirmation of Commitment. It is a living document, we'll glance back to periodically. We'll continue to update it. It's enough to post. Our report presentation of that information was provided to the Review Committee. Is there any detail you'd like me to provide on this list?

Brian Cute: Just more of a status report.



Denise Michel: Sure. (Inaudible 27:34) program documents were provided (inaudible 27:38) and this conducted an ICANN nation on how the Affirmation of Commitments was included. (Inaudible 27:58) program that ICANN uses for this 28:00. I gave to the Review Team along with links to a background report that ICANN staff used to put (inaudible 28:23) information. As for the report for the Board, ISA dashboard report to the Board that was provided to the Review Team. (Inaudible 28:46) that ICANN staff are engaged in, provided to the Board each trimester, provided to the Review Team. It is listed twice.

Peter Dengate-Thrush: I think what you're talking about now is that spreadsheet that we walked through which has got all the different AOC activities.

Denise Michel: No, it's the AOC inventory.

Peter Dengate-Thrush: Oh, I see.

Denise Michel: That one just for now, and I'll go through it later. ICANN document (inaudible 29:41), ICANN staff tracks major business solutions, and reports to the Board. A copy of that was provided to the Review Team. Trimester three priorities, trimester outreach, ICANN meeting staff identifies the key priorities. A copy of that was provided to the Review Team. ICANN presented (inaudible 30:09) walk through both the ICANN structure as well as the process used to create operating plan and the budget. Olof pulled up the master tracking document.

What that is is the document that tracks all of the publications ICANN expects to post. That was the document that tracks all the significant material. That was provided to the Review Team. That also was provided. Are there additional items you'd like me to run through?

Brian Cute: I think any other documents that are to be produced...

Denise Michel: I don't see the list up there of additional items that were requested by the Review Team. Those include the link contact information for the One World Trust Report.

Brian Cute: Is that the list that is up on the screen now?

Denise Michel: I'm under Additional ones. Quickly note anything different from - based on the public engagement plan that was provided to the Review Team, and nation manager of the Board, based on the Port Government's Committee work plan, the Port Government's Committee in there. (Inaudible 32:32) Action Committee that was provided to the Review Team. As for an example of a final policy development report that includes (inaudible 32:50), that was provided to the Review Team.

Our showing responsibility plan, has subsequently additional more detail, providing (inaudible 33:08) ample monthly updates on policies - a policy update - provided to the Review Team, based on structured reports (inaudible 33:19). We've had a lot of changes since the partnership agreement. That's an outstanding item.

Brian Cute: Would you develop a discreet list of the outstanding items for the Review Team so that we can have a clear snapshot of what's coming?

Denise Michel: Yes.

Peter Dengate-Thrush: It's clear we have a true IRT, don't we, so which IRT is this information in?

Denise Michel: (Inaudible 33:52).

Brian Cute: Thank you, Denise. And we will be discussing as a team, in terms of organizing and management documentation as it comes in. On top of, in terms of management and resources. Any discussion, any questions on this point? Okay, Denise, if you could follow up with that list of outstanding items and deliver it (inaudible 35:12) week, that would be appreciated. Thank you.

Larry Strickling: Could I just (inaudible 35:19).

Brian Cute: Sure.

Larry Strickling: (Inaudible 35:20) an example of a PDP report?

Denise Michel: I actually have more than one example of the last several years. The one I believe I (inaudible 35:41), actually the new GTLD and the GNSO (inaudible 35:48).

Brian Cute: Any other discussion? Cheryl?

Cheryl Langdon-Orr: Not a discussion, but I plea from those out in the real world who are listening to us when we are speaking, particularly unfortunately Denise, it was noted your voice is going in and out very badly. This is not a problem of those of us in the room; it is a problem with the technology. We do have people trying to listen to the audio stream. It's going to make the preparation of minutes from this audio tracking very difficult as well.

We are having some technology difficulties, but when there's very important argment such as what has and has not been delivered, which is the core of why we're here and what we're supposed to be reviewing. It's very distressing for people who are listening to not be able to hear what is being said. So we either have to get real close up near someone with a microphone or find some technological solution.

Brian Cute: Thank you, Cheryl. No discussion? Peter.

Peter Dengate-Thrush: At the risk of being Gail's advocate - what do you think we are doing with all these papers that the staff have provided?

Brian Cute: Doing?

Peter Dengate-Thrush: What are we doing with all of these papers?

Brian Cute: These are foundational documents in terms of our review. These are documents of reference the working groups will need to access, read. Since we're doing a backward looking review and forward looking recommendations, these documents were identified by the Review Team as part of the relevant sources of data as to the questions of Accountability and Transparency that we need to track. Am I understanding your question?

And with regard to this as a discussion point going forward, one of my concerns is that clearly we already have a fairly voluminous amount of documentation, we have a Management Assessment Team that will be providing a report. This week we're going to engage with the community and be receiving input. So we have a fairly large amount of documentation that we're going to have to manage and access and cross-reference and validate as a team.

Later in the agenda I hope to discuss how we might manage that in terms of resources. Any other points or discussion? Well, we have a happy coincidence of being ahead in our agenda, so let's plow forward. Moving into the first item of what was scheduled for the ten thirty to twelve o'clock session let's look at the evaluation scoring sheet for the candidates in response to the RFP. There, that's up on the screen now. This was borrowed from ICANN's RFP evaluation tools, and thank you for that Alice, and it has been slightly modified.

The financial offer section, for example, had two criteria, one of which has been eliminated in this draft. I'd like for the Review Team to go through this evaluation scoring sheet and finalize it so that we can use it and score in real time this afternoon while we're hearing from candidates. You see on the far right we have minimum threshold scores in each category, which implies that any candidate falling below the minimum would be disqualified. We have a total minimum of 71. The max scores represent the evaluator would be scoring from a number one up to the maximum score as a grade for each category. Yes, Fabio.

Fabio Colasanti: (Inaudible 40:13).

Brian Cute: Thank you, Fabio. Larry?

Larry Strickling: I would agree with both of Fabio's proposals and would add one, which is I do think it's important that if we proceed with this engagement, the understanding of ICANN is quite important. I don't think that whether or not the entity is previously engaged by ICANN is actually necessarily a positive. I would just ask that we eliminate that category as well.

Brian Cute: So you suggest upping the grade for understanding of ICANN, its mandate, is one suggestion, and eliminating the previous work.

Larry Strickling: I guess that wasn't what I said, but I don't oppose the way you put it. I think to eliminate the (inaudible 41:26) for having worked for ICANN.

Brian Cute: Thank you. Becky.

Becky Burr: I agree with both Fabio and Larry's comments. In particular, the understanding of ICANN and its mandates, and the understanding of how making relates to that mandate strikes me as the most important issue. I'm a little concerned, and I don't want to eliminate any kind of oranges to

oranges comparison, but I wonder whether this allows us to capture sort of how the whole proposal comes together and fits what we're looking for. Sorry, the mics do cut in and out.

Brian Cute: So, could you articulate, Becky, that last point that think you're suggesting there's a criteria to be.

Becky Burr: X factor maybe? Is that what you want, an X factor? There is how creative and thoughtful are the proposals with respect to getting at what we need to understand here and what the value added from the proposals are. Maybe that's captured in the work organization and not the logical approach. Or maybe we can capture it in there. But to me that's a critical piece that ought to be more than less than ten percent of the scoring.

Brian Cute: I'm just going to suggest that since we're ahead in our agenda we have time. This needs to be completed so we can score today, and we take the time now to do some real time adjustments to this sheet. So let's really dive into this, other suggestions, Erick?

Erick Iriarte: Thanks. I agree with the past suggestions, and to clarify the point about the geographic and cultural diversity. My position is to understand what one to say with that. Especially about gender diversity or cultural or (inaudible 44:00) that is necessary for this case. They can't (inaudible 44:06) you to especially understanding of ICANN (inaudible 44:11) could be very useful. And reach some of the (inaudible 44:18) very, very useful for that.

Brian Cute: Thank you, Erick. Is there any proponent of keeping the geographic, cultural, multi-lingual, and gender balanced diversity in as an evaluation criteria? Becky.

Becky Burr: I don't know necessarily if it is not relevant because I do think that having a reasonably diverse team will inform and probably, in my mind, enhance the value because it's going to get at the cultural and geographical differences about the way people think about ICANN. So it's not irrelevant. It's relevant in the sense that it will provide a bigger, broader picture where the sake of diversity doesn't strike me as the relevant issue here -- if it adds something to the quality and scope of the analysis, then that's very useful.

Brian Cute: Manal?

- Manal Ismail: I fully agree with what Becky said, and I suggest we try to make sure we have the same understanding of each and every criteria. To make sure even that we are evaluating based on the same thing. Regarding the diversity, and geographical diversity and gender diversity, I personally don't feel that one bidder should be evaluated better if they have more women, for example, in the company. If they have people who are able to communicate in different languages, for example, would better understand the public community who, for example, have offices all over or better presentation of offices all over. So we have to agree on how are we going to, what exactly are we going to look at when we evaluate each one.
- Brian Cute: It's all out of place.
- Olof Nordling: Very quickly, pure housekeeping matter, remote participants have difficulties hearing so, please, talk very, very close to the microphone.
- Brian Cute: Thank you, Olof. Is there a specific suggestion about this category? I'm hearing broad lack of support for the category with a maximum score. The conclusion could be that we remove it from the scoring sheet altogether. Is anybody advocating for other treatment of the category? That it remains in, or that some credit be given in some form? Or should we just remove it? Manal?
- Manal Ismail: You are asking about the diversity?
- Brian Cute: Geographic, cultural diversity, multi-lingual -
- Manal Ismail: It might be an idea to keep it to as a point to resolve a tie, for example. I mean it's too big, it's got exactly the same score, and we're faced with a situation where we cannot make a decision. This is one idea.
- Larry Strickling: One idea, but (inaudible 48:20).
- Olivier Muron: In one of the (inaudible 48:32).
- Brian Cute: So the suggestion is that it could be implicit in the suitability of proposed CV's category. Thank you, Olivier, Fabio.
- Fabio Colasanti: I was the first one who (inaudible 49:00) after having heard I think that after all (inaudible 49:10) in a way that we merge that. (Inaudible 49:16)

I must say that I agree with Manal, gender balance looks a bit odd. But geographic and cultural diversity aren't (inaudible 49:28), a lot of people in cultural diversity.

Brian Cute: So it's 11:59 and the governor has called. Becky?

Becky Burr: I am not a management expert, so I'm going to propose something that is probably heretical, which seems to me that these elements are sufficiently broad and flexible that you could use them to cover virtually anything. The relative weighting does not strike me as intuitive at all. And I'm wondering whether signing weights to these things in advance of hearing these proposals. That's the heretic part, because I'm sure management experts think that's an outrageously silly approach and the question is can we listen to the proposals and then sit down and look at these criteria and decide what makes sense in terms of weighting. And I'll hide under the table while the management experts throw things at me.

Brian Cute: Yes, I think that it comes down to whether having heard the proposals you end up stretching the criteria to meet your favorite proposals. I think that could be subject to some criticism. I do think, though, that you raised a point a few minutes ago that we should confront and address, and I do support it strongly, which is that the understanding of the assignment is only twenty-five points of this score whereas the methodology is 55 points, and at a minimum

I would like to see those equalized, if not flipped. But if people don't understand the proposal, they might have a great methodology. They could get selected under this criteria and I think we'd be making potentially a large mistake. Your comment that we ought to make sure these people really get the assignment I think can be reflected perhaps by boosting the weight we give to this first category of understanding the assignment in the terms of reference and in terms of understanding ICANN.

I would absolutely support now upping the weight of that and perhaps adjusting the weight of methodology downwards, maybe making those four categories end points each instead of the fifteen that's assigned to some. Because, as I say, the methodology itself is important, but it doesn't outweigh getting what it is we want done. Peter.

Peter Dengate-Thrush: I support Larry completely on that, my own point, which is the value for money. That's another thing factor we should be getting on behalf of the ICANN community. And the responsibility to make sure we spend the money wisely. I think I'd like to see the value of that improved in relation to some of the others.

Brian Cute: Very good, I've got Cheryl and Fabio, Cheryl?

Cheryl Langdon-Orr: I was just going to suggest that, Larry, if you're making that as a motion, I want to come in and second it a hundred percent. Perhaps that's something you can't do (inaudible 53:04) I'm hearing support from you, I think to give equity or at least flip those values and consider an increase in the value for money is something we should tighten our bond and basically decide on here and now.

Brian Cute: Fabio. Thank you, Cheryl.

Fabio Colasanti: To say something very close, we have four categories. Why not roughly give 25% weight to each one. That would essentially give 50% to the assignment, and the standard yes (inaudible 53:33).

Brian Cute: Twenty-five percent, thank you, Fabio. If I may, let's agree on the criteria because we're almost there. So let's get the criteria set and then we'll dive right into which values and numbers do we affix to the evaluation score. We have agreed that geographic, cultural diversity, multi-lingual and gender balance will remain on the list. We have a suggestion that previous activities conducted for ICANN, if that's what the criteria is, be removed. Larry, I think those were your comments. There was one in here - which item is that?

Larry Strickling: Under qualifications, it's the third qualification.

Brian Cute: Any objection to that being removed from the list as one of the criteria? No objections seen. Let's remove that. I believe, based on the discussion, that this is the list of criteria, any objections? Okay, so let's dive into the weighted values, Fabio's suggestion of 25, 25, 25, and 25 across the four categories, discussion, thumbs up, thumbs way up. Okay. Manal, if you'd edit in real time. Yes, just go ahead.

You can just put 25 in each of those categories. Now do we mean 25 as a raw score or do we mean twenty-five percent in terms of weighted value



for the category, overall score? Okay. Let's start at the top. We have understanding of the assignment, two criteria: understanding of the terms of reference; second criteria, understanding of ICANN and its mandate. A clear signal we should up scoring for understanding of ICANN and its mandate, but the fifteen and the ten? I'm sorry, Larry?

Larry Strickling: I think if we're working off our other point scale, I actually kind of think this is not a bad breakdown: fifteen and ten, as it's stated here. It was only in the context of a scale of a hundred and forty that I was concerned about it.

Brian Cute: Okay, thank you. So that stays fixed. Yes, Erick.

Erick Iriarte: I'm trying to follow the idea. I would like to change the thing on fifteen. Understand the mandate of ICANN, the terms of reference is clear.

Brian Cute: Was that a suggestion to flip the ten and the fifteen? So that fifteen be the understanding of ICANN and its mandate. Becky.

Becky Burr: Frankly I feel I don't see how you could understand the terms of reference without understanding ICANN, and to me you can give them the whole thing - 25% or 25 points - because I don't think you can understand one or the other of those things without understanding both of them in a way that's useful to us. In other words, somebody, if they could actually understand ICANN, then they would have to be able to understand what it is we're looking at, unless they haven't read the RFP, which would be a problem.

Brian Cute: Other discussion? Are you proposing just eliminating the sub-scores? Fine if you are, I just wanted to understand the proposal.

Becky Burr: I think that the understanding the terms of reference, that is the critical issue. You cannot understand the terms of reference unless you understand ICANN. So I guess my inclination would be just to mush the two things together.

Larry Strickling: The 25, we just score how well they understand things on a scale of one to 25 and not break it out. I think that's a good idea.

- Brian Cute: Thank you, Larry. Thank you, Becky. I'm seeing a lot of agreement on that point so we're going to combine the first two criteria and it's a maximum score of twenty-five, Manal?
- Manal Ismail: I agree to combining those, but I just want to make sure that I understand this one right, understanding of ICANN and its mandate. So, are we going to judge by their ready, what they understand about ICANN and its mandate? Or companies that are new, for example, to deal with ICANN and read the terms of reference, understood it very well and are investigating how ICANN works and what's its mandate. Maybe they are new to deal with ICANN, so.
- Becky Burr: I would think that, and if there is exploration and expression about the things they would like to dig into, and that reflects the complexity of this beast, that seems good to me. I do not think we need to have somebody or an entity that has a fixed view about what ICANN is, necessarily at this point. A company reviewer that's open to what I think is the hardest question before this entire team and the process, to me, is going to be the most valuable part of it.
- Brian Cute: Thank you, Becky. Cheryl, did you have your hand raised?
- Cheryl Langdon-Orr: I did, thank you, Bryan. I'm also concerned that what we're creating here is a document that will be archived and looked at in the future. So whilst I'm absolutely supportive of smooching and either in making the whole value twenty-five, perhaps if we do say something, which is surprisingly enough what I've done on my copy, an understanding of the terms of reference including ICANN and its mandate and just leave that whole value of twenty-five. It means five years hence when another team is looking at that they understand we were not ignoring the ICANN and its mandate; we were taking it as simplicity in what we were looking at.
- Brian Cute: Sounds like a good suggestion. Manal, do you want to... So we're creating one criterion that includes the terms of reference, ICANN and its mandate. Okay. That's an agreed point. While Manal is working on that, let's move to the second category: qualification of bidder. We now have four sub-criteria, if you will. Any specific suggestions as to...Willie, please?
- Willie Currie: That the first one on the (inaudible 1:01:25) called organization, but the relevance of the (inaudible 1:01:30).

- Brian Cute: Thank you, Willie. Motions, comments, Larry?
- Larry Strickling: I think that's a good point. It seems to me there are three dimensions of this one. One is the firm's previous experience, which is captured in categories one and two, and perhaps they could be collapsed into a single one. The second is, even if the firm is experienced; have the people who have been put forward for this engagement, do they demonstrate that experience? My own sense is that with some of these proposals that is going to be a serious issue, and so I do think the suitability of the particular people proposed to us is of great importance. The third one would be the extent to which we want to score and weight the category we've already talked about: the geographical and cultural diversity.
- Brian Cute: Thank you, Larry. Fabio?
- Fabio Colasanti: (Inaudible 1:02:38) ten, ten, and five? Previous experience and for suitability.
- Brian Cute: Ten, five, ten. Any objection to just collapsing the first two together? Previous similar activities conducted for national, local, or international organizations. So we collapse those two, they're assigned a value of ten per Fabio's suggestion. Geographical, cultural diversity, multi-lingualism, gender balances assigned five. Suitability of CV's, ten, any opposition? There's a thumbs up, there's another, onward and upward. Proposed methodology and tools.
- We have four sub-criteria: suitability of time table, work organization and methodological approach - there's been discussion of the importance of that particular criteria, suitability for proposed data gathering tools, and suitability for proposed data analysis and validation methods. Any proposals? Larry.
- Larry Strickling: I guess I would suggest we might even delete the time table because we're going to give them the time table. I suppose there could be an issue as to whether any firm expresses reservations about meeting the time table, so maybe I spoke prematurely. Maybe we should keep that. The important one from my perspective is work organization and methodological approach, and I think that one probably ought to be over weighted as compared to the other categories. Beyond that, I don't have anything specific and I do recant on ability to meet the schedule.
-

- Brian Cute: Recant accepted. Becky.
- Becky Burr: I'm going to reassert that as we're going to give them the schedule as needed, we don't have any flexibility about the schedule, do we? We have got to have a schedule that gets us to where we (inaudible 1:04:44) by the delivery. (Inaudible 1:04:50) can't deliver on a schedule that's almost qualifying.
- Larry Strickling: But do we then still need to reflect it in the evaluation? In other words, if upon listening to them we conclude, any individual among us, that they're not going to make our schedule, how do we then reflect that in the evaluation? That's where I said we should take it off but then realized that was maybe premature because you have to have some ability to evaluate on that basis.
- Peter Dengate-Thrush: Bravo, the two Larry's. I was going to agree with the first Larry. Larry, I think the answer to your question is once we pick somebody we can negotiate with them in relation to how they're responding and how they're getting on. But I think he's right, there's a hard end to this, I think it's not worth keeping in this criteria in terms of how we pick somebody, but it might be a factor we have to take into account of dealing with the one we have picked.
- Brian Cute: I've got Manal and Fabio in the queue, but if I can throw out a thought to maybe shape the discussion. I think in fairness to the candidates today, we gave them a time table that they responded to, and I don't think it would be fair to the candidates today as they walk in the room to say "by the way, the time table is now October 31st. What do you think?" I don't think it would create a good presentation dynamic for the candidates. So I think I feel as though we need to judge them on what we've given them and what they've responded to but, Manal, if you please pick up that point, Fabio, please.
- Fabio Colasanti: I think the time table is important, is so important that it has to be in. I would put it in a different way. I would put the time table as sort of an exclusion criterion. If we have any doubt about the possibility of making the time table, then we don't even consider them. They're out. Then among those who can meet the time table, then we will do the assessment and choose the best among the others. So the time table should remain there but I would put it above the 100% that we discussed, as a first element, yes or no.

We want to check with them, we want to understand what they will tell us, how credible is their capacity to meet deadlines, because it could be embarrassing that they promised to deliver something by October, they come to Cairo and say "Sorry". Then we are really stuck. So, that I would say is very important, but I would call it an exclusion criterion, not an assessment criteria.

Brian Cute: I've got Manal in the queue, sorry.

Manal Ismail: My understanding to this criterion was that we are going to provide a firm deadline, but they are going to put the time table, so maybe someone who is going to provide us with version one, version two, first draft. The time table they are going to follow for their work to submit at the deadline, that's not negotiable. That's why I see it's relevant here in terms of their deliverables and time plan as we go, and not as part of moving the deadline.

Brian Cute: Thank you, Manal. Larry?

Larry Strickling: Here's the compromise I propose, which I think is also responsive to Manal's comment. The question isn't when are they going to finish, we know when the people have to finish. There is a question, and this actually emerges from the proposals: how much work can they get done in the time given to them? So what I was going to suggest as a compromise was taking category two and put that work organization and methodological approach, given the time table we have supplied them. In other words, how much work will they actually get done in the timeframe we're giving them?

Brian Cute: Thank you, Larry. Cheryl?

Cheryl Langdon-Orr: That's very scary, Larry, because in my document here I've switched it to say work organization and methodological approach in brackets, including time table and staged implementation, fifteen points.

Brian Cute: Okay, so we're combining the work organization methodological approach including time table to be one criterion. And the proposed score at fifteen points, which would leave suitability of proposed data gathering tools and suitability of proposed data analysis and validation methods, each at five. Looking for thumbs up, I see two, three. There we go. It would be one

work organization and methodological approach including time table at fifteen, and then we'd eliminate that suitability of time table. It goes away, and the remaining two are scored at five apiece. Yes, Cheryl?

Cheryl Langdon-Orr: I might be preempting where you were going to head. I was concerned that we'd gone through and not looked at the minimum thresholds and altered those at the same time. I'm real worried about that topic.

Brian Cute: We're not done. We have much more to edit. And after we do that, we have to determine how we're going to score. Are we going to use aggregate scoring to determine the winner? Are we going to use weighted scoring? So we have a little more work to do. Financial offer, overall value for money is now weighted at 25. Do we need to treat that criterion? Or it is what it is. Moving on to proposed minimum thresholds, the rationale is, of course, if you don't hit a certain baseline, you're excluded. This is some of the number -20, 20, 20, 20, and 20?

Cheryl Langdon-Orr: If you can't make 20 on each of those you shouldn't be in the room.

Brian Cute: Discussion, Fabio?

Fabio Colasanti: I'm sure that also we will get our work done by very serious people, but they have a very aggressive time scale. None of the proposals will be very close. I'm sure that (inaudible 1:11:33) twenty-five to anyone, I'm sure that compared with an ideal outcome of 25 we are going to (inaudible 1:11:41) so I would call for a minimum threshold.

Brian Cute: We have a 20 opposed to fifteen. Olivier? You agree with fifteen. In most school systems around the world either sixty or seventy percent are the baseline for passing. Larry?

Larry Strickling: I just have a question of the group. What's the role of a minimum threshold? At the end of the day, aren't we finding one proposal, presumably the top score? If I come in third place as a proposer, do I care? I'm trying to understand what the purpose of the threshold is.

Fabio Colasanti: Usually the idea is that even if you are extremely good at the grades, but very bad on the fourth morale. The case in point would be somebody that presents something great to us but requests five million.

Brian Cute: So it's an exclusionary effect on one criterion.

Cheryl Langdon-Orr: Back to Larry asking what the expectations were of the minimum threshold. I just saw it as a cold choice that unless they made minimum threshold, or near to minimum threshold, they shouldn't be getting to the next stage of final consideration. So, it would help us bring it down to one, whether or not that should be 15 or 20 is a discussion that we need to have.

But if we set a minimum threshold in theory now, apply the 15 or 20; my preference is to actually be higher because we want the best of the best. And if we end up with a whole bunch of nineteen's and one twenty-one, it's clear. If we end up with two nineteen's and nothing else, then we need to review what our threshold is and that's Okay, too, (inaudible 1:13:34) why no one scored twenty in the threshold.

Brian Cute: So, on the table we have twenty, we have fifteen, do I hear seventeen and a half? Should we just do a show of hands then? Twenty? Support? Can I see hands supporting twenty as the minimum threshold? Do I see hands supporting fifteen as the minimum threshold? The fifteens have it. Sure, Larry.

Larry Strickling: Maybe we're getting ahead of ourselves here, but this will be scored on the presentation and the response to the questions we ask? Because take the example Fabio presented of a firm that perhaps on paper has presented a proposal that is outrageously expensive, but if they also in this room today were to say we will do it for half that price, do we take that into account in the scoring?

Brian Cute: Yes. I think we've established our minimum thresholds at fifteen, if you make the adjustment. Manal? Discussion closed. So now let's discuss how we actually select the winner. There are a number of different approaches. We could just do the total raw score of all the evaluations. We could throw out the high, throw out the low and do a weighted average. There's a number of different ways you can pick a winner here. Do we have any suggestions? Just total score would be one easy approach. Fabio?

Fabio Colasanti: I think that would be easiest to understand. You just add up the points, provided they meet the minimum threshold on each one, we take the highest one. Yes.

Brian Cute: Becky?

Becky Burr: Is it even possible to imagine that we might actually have consensus about which the best one is? I'm going to, not again, I'm going to show my lack of management chops here. But I get very nervous about sort of putting this all into numbers and ending up with the one that's second highest is the one we all think is the best and we've picked the other one.

Brian Cute: Fabio?

Fabio Colasanti: I was hesitating about saying this, but we clearly need an approach and that's why we need this document. But I've spent some time interviewing potential candidates for various positions and we had lists like this. What we were really doing and were having (inaudible 1:16:45) control the people in the finals. Every time we had a candidate, we were trying to rank him or her compared to the others. And every time a new candidate was coming in we would say is he or she better than A, B, C. After we had the final ranking, only at the end, we would tell them this. If this is what you want, I go back to what Cheryl was saying. It's more a question of explaining to somebody who will be doing the same work in four or five years time why we found that candidate C was the best. But we will probably come, as Becky was saying, to a consensus on who will be the best candidate and then we will explain why by filling in this hole.

Brian Cute: Thank you, Fabio. Any other discussion, Willie?

Willie Currie: I think the one thing that's going to be complex is the financial offer. I'm not sure how we - are we each individually making up our own minds and putting that into the pool, or is there sense in which we should have some common approach to that?

Brian Cute: That's a good question, Willie. Obviously, we're going to have five candidates so we're going to have five different price tags, if you will that will create a universe for us. You have some candidates that come from very large, global consulting firms who operate at a certain price level, you have some smaller groups that are going to come in smaller, so that's a secondary universe for us to consider, but that's a good question. Does anybody have any suggestions about what we should be considering when we score the financial offer element overall value for money? Fabio?



Fabio Colasanti: Well, from my point of view, I think we should be having an idea before even we start the interviews about what is the maximum amount we can spend. That is one consideration. Then in examining the individual proposals, there are two elements that come into play. We might have proposal A that puts in ten people working on the subject and that leads to a high price.

That's rather good, that perhaps might lead to a better result. Then we might have proposal B that has fewer people, fewer acts to perform, but at a higher individual price. And that I would find something rather negative. So I would prefer to go for those who interview twenty people instead of ten, but they charge us for each interview less. Provided we'll always have these five that we're talking about. Good people.

Brian Cute: And it does say overall value for money. This isn't just a lowest price tag wins per se, consistent with your ear marks, Fabio. Cheryl?

Cheryl Langdon-Orr: Thank you, Bryan. I think what we're coming to is we need to establish our own benchmarking for some cost benefit analysis, where getting what you pay for and paying for what you get is a choice we're going to have to make here. There is a big difference in getting what you pay for and paying for what you get. We are needing to come back perhaps to Becky's point on how we might get to consensus.

Might I be so bold as to also go well away from some of the traditional mechanisms of scoring people? I suggest that we use this sheet as we established it now with its running numbers as our own little personal aide memoir during the interview process. Then we have the consensus discussion. Because what'll often happen is the first or second person you look at you go "Wow, that's nine out of ten!" And then the third person comes in and you wish you had a score of eleven to give.

That is so fraught with danger. So if we're not casting our own personal aide memoir cheat sheets in concrete, we can scribble out and take the 3.5 and make it a 5.76 if we want to or we can go 20, 20, 20 - oops no I'm now going to shift it to something else then bring that all to the table. Then we might be getting back to what Becky's aiming at is us all agreeing in principle on a winning outcome.

Brian Cute: Thank you, Cheryl. Again, what I'm hearing from the group is that we're going to go with raw total score, so hopefully all this will be academic

discussion. Potentially and we can make Rick work. Any other discussion on this point? If I could note, too, because we have hinted at, well talked about cost, and the hints at budget, and with respect to the candidates, in fairness we have not articulated a budget yet or decided upon a budget yet, and since the candidates are coming in today to make their presentations I don't think it would be appropriate for us to signal in these discussions a budget at all. That's an item we need to take up after today. Certainly the proposals and their respective prices are going to influence that to some degree. Any other discussion, Larry?

Larry Strickling: How we handle the candidates is one thing, but I think it would be helpful to have a discussion about this before we go into the afternoon session so that we have a little bit of an understanding about this because the proposals range widely in terms of the proposed budgets and, as you pointed out, we didn't give people any guidance on this whatsoever in the RFP, and I think it's useful to probe with some of these folks both directions.

I think there are some proposals that maybe came in with an inadequate scope of work because they wanted to be a low bidder that in fact the proposals could be strengthened if they understood they had more resources available to them to carry out the work. Similarly, I think at the other extreme are people who have budgets that are probably unacceptable as presented. And the question is, if they only had half that amount or a third of that amount to work with, how would they then scope the project?

I think that's a useful point of discussion to have with the groups this afternoon. And I think it only makes sense for us to have a discussions with some number in mind that we understand is an actual doable number whether we share that with candidates or not. I would hope we could talk about that before we actually see the candidates.

Brian Cute: I agree with all your points. My only notation was that since this is an open public discussion we're having, if we were to discuss a budget in this context there could be candidates outside listening in and we need to be conscious of that fact. We're ahead of schedule; we're doing extremely well on the agenda. This would be a good time to take an early coffee break and reconvene. Yes, Manal?

Manal Ismail: Just one last thing. Do we have any specific points to the different criteria? Because we now we have all twenty-fives, all minimums, all

fifteen. If we feel two are equally good, how to go to choose one versus the other. Is it the one who proposed better methodology and tools or is it the one who has a better financial offer, in case of a tie.

Brian Cute: That's a good question. The one tie breaker suggestion has been that

Becky Burr: We're talking about five proposals here and so it's not exactly the one that we feel good about, but it seems to me that it's unlikely that we are not going to be able to reach an agreement about what the best one is. And taking into consideration the "well this one's strong on this point, but that one's stronger on that point" and in balance, this is more important to us. I just don't know how I could decide that in advance.

Brian Cute: Okay. No concrete suggestions for a tie breaking mechanism in that event. If we end up with a tie, Becky, you'll be charged with proposing the tie breaking mechanism, developing consensus, well said, Warren?

Warren Adelman:: Bryan, what are we doing here to actually speak to the references that these folks are going to supply? Because I haven't heard anybody talk about that yet. If we do not take that step of going in detail speaking with these references, then I think we can start from the assumption that at the end of the day once their report is done we will be disappointed. So I think that's a really important step. Everybody can produce a really nice RFP response. The question is, at the end of the day, how have they done for other people in relatively short time frames, etcetera. I think that's a really important stage. And also will contribute to the decision making if there's some kind of level of closeness.

Brian Cute: Absolutely. They each have provided references. It's been stressed to the candidates in contacting them that they should produce them here in Brussels. If there are any delays in getting approvals that they should produce them within a week's time. So yes, we will follow up with references, have those discussions, and particularly in the event of a close call. Fabio?

Fabio Colasanti: (Inaudible 1:27:28).

Brian Cute: Yes, I think it would be a good time for us to take a coffee break. We have a half hour allotted. Is there coffee nearby, Alice, right outside? Wonderful, are there any other points before we close? Willie?

Willie Currie: Bryan, just a point of disorder. I've come from the World Cup and I would like to present the team with a bougainvillea. Perhaps a prize to anyone who can blow it, perhaps the chair could use it to

Brian Cute: I've got enough hot air for that. Thank you South Africa, host country for vast amount of entertainment we're getting all week. That's the coffee break. We'll reconvene in thirty minutes.

[Break]

Brian Cute: And we have a special request for everyone who is listening in, Review Team members become very familiar with your microphone, get to know your microphone, stay close, and stay very close. Okay we are reconvening the Accountability and Transparency Review Team meeting. We have been so efficient as a group, and my compliments to all that we're going to adjust our agenda and actually begin bringing in some items that were otherwise scheduled to be discussed on tomorrow's agenda. Yes we have been extraordinarily efficient.

So the time restructuring of today's meeting is that we will meet for the next hour and have open discussion and at 11.30 the team will break, and as is called for in the afternoon sessions we're going to have closed sessions hearing from the respondents to the RFP and then depending on where we are in our agenda reconvene tomorrow. So with that being said we'll work for the next hour and then close off at 11.30, break for lunch and move on the evaluations. We have a first item that appears in the afternoon schedule of document management; pardon me, Saturday's schedule -- document management.

So let me frame the issue and we alluded to it earlier this morning; the Review Team is going to be taking onboard a fair amount of documentation we already have with respect to our request to ICANN staff, we are anticipating a report from the Management Assessment Team, we are about to engage in an interaction with the community, a broad interaction with the community which itself could generate a fair amount of documentation.

Document management is about more than just having access to physical copies as we all understand of documents and source material that we need. This is a review and an analysis so one of the things that's necessary is an ability to have effectively a library of the documents that the Review Team is going to rely on as a basis for its work, an ability to

validate the documentation to ensure that it is complete, it's whole, it's responsive to the questions, an ability to within a given document identify other source material in the form of footnotes or related documents that inform the data and generally, a skill set that in my mind equates to something that a paralegal or a good young lawyer would have.

So with the pending volume and the required skill set that I've just sketched out, my thinking is that we should try to get a third party resource to take on this task for the Review Team, and it's about more than just that, we have separate working groups that are going to be set up that have their own focus in terms of the work, some of the documentation will certainly apply to their jobs, others might not, the ability to catalogue and cross reference documents as they relate to the discrete working teams is also important, so Becky we've had a discussion about trying to find a resource and you said you put out some feelers do you have an update on that?

Becky Burr:

I have spoken with a few colleagues in law schools and there in fact law students who are available for very low cost to provide these kinds of services. I in fact got one \$12 an hour, apparently for law students it is, so there are definitely people who are available on work study programs at various law schools. I have a name and a résumé from somebody at New York Law School but there are you know a jillion law schools probably all over the place.

I do think for example just having a library of information that we've already received from Michel and having all of that stuff, Denise I'm sorry. I just got off the plane, I'm very tired, I'm clearly more tired than I anticipated, but I think it would be very useful to have an electronic archive with documents that we are going to be working from.

Brian Cute:

Any other discussion or suggestions as to how we address this need?  
Peter.

Peter Dengate-Thrush:

Have you asked ICANN staff in relation to this at all? This is the kind of thing that ICANN does all the time, manage this kind of material flow and set up these working groups and manage these things, so I mean an obvious question is to talk to Doug at some stage about what, or Denise might be able to give a hint while she's here at the moment.

- Brian Cute: We haven't talked to Doug yet, Denise, given the conversation what resources might be available that could meet the skill sets and needs that were described?
- Denise Michel: Happy to look into it, can you just shoot me an email with the specific. I can use what I've heard today; if you want to give it some more thought and put it in writing I'm happy to explore it and get back to you and give you a sense tomorrow or the next day.
- Brian Cute: Sure.
- Peter Dengate-Thrush: The advantage of that is that if you go and do something else, in the interests of openness and transparency you probably can't just go to a friend of Becky's, or a friend of mine or a friend of someone on the panel, you've got to have to have an open and transparent call for volunteers or staff to support this. You've got to run a major recruitment exercise, so it would have the advantage if we can keep it if you like in-house.
- Brian Cute: Other discussion? Larry?
- Larry Strickling: My guess is that if we proceed with an engagement of a management adviser they are probably going to do this work for their own purposes anyway, so I'm not sure we need to pay for it twice too, so we may want to evaluate that in the context of the whatever engagement we might do too.
- Brian Cute: Point taken. Okay we'll draft up a description of the skill set required and the scope of management of documents, get that to you Denise and we'll pursue on all fronts. Moving along, I thought we could use this time to start the preparation for joint meetings which is the second item in tomorrow's agenda at the 11.00 timeframe. Obviously we have set up our meetings with the different constituent bodies of ICANN there have been questions that are presented to those bodies but we really need to be clear on the dynamic of the exchange and there have been questions raised, Peter from the board, I have heard from the council representative as to questions, what's the dynamic we are looking for once we get face to face with these folks?
- In our last discussion the suggestion was made that we could as a device put the questions up on the screen, walk through the questions that were presented to the respective bodies and solicit feedback using that as a

template. My reservation about that is if you look at the length of the list of questions that we've presented and the amount of time that we have with each respective body that wouldn't be a very feasible approach, there's just not sufficient time to walk through each question as you might do at a public forum Peter and give everybody three minutes to speak to the question, so one suggestion for the team is that we look at the questions that we've posed to each respective body and prioritize or call out two or three for particular emphasis, frame the exchange at the outset by indicating to the Board indicating to the council. We've given you questions here the two or three areas that we think are particularly important and would like to hear from you on those, so open floor, Becky.

Becky Burr: Just with respect to the council, the meeting with the GNSL Council and with the registries and the registrars and perhaps with the NCUC group that is not called NCUC anymore. I know that they are planning to present case studies actually, that is the methodology which I was enthusiastic about when they have the questions that we've posted publicly but the notion was that they will come to us with examples and I said, we're looking for examples of things that have worked well and things that have not worked well so for those meetings that's not going to deal with the Board or the GAK but those I think are in hand.

Brian Cute: And that's very welcome, to the extent that any group comes forward with case studies for us to consider, obviously welcome. I think it's more for the others where for example in private conversations the GAK, the board, the council looking for guidance from us, I think a point to note obviously is as with the questions we posed to ICANN staff everyone on the RT recognizes that we are not expecting written responses to this list of questions we've given, that to the extent the Board or the council or any of the bodies wanted to provide written responses to that list of questions after the Brussels had certainly contemplated and welcome, but for those organs that have said "hey, what do you want to do here? And how do you want to structure it?" Do you have the list of questions that we gave to the board, Manal? If you could throw that up on the screen what I suggest we do is look at the list of questions and if we can isolate two or three priority areas or issues. Peter.

Peter Dengate-Thrush: Can I channel Larry and this is Larry one again(?), [laughter] let's be very clear about what we can achieve in 90 minutes so there has to be some prioritizing. Let's not ask questions that the management team as management reviewers are going to go and ask themselves, let's try and

work out what are the questions that this team needs to ask and let's look at the list of questions on our thing and see which of the different, we haven't actually set them up yet, so it's kind of chicken and egg, but we're going to have these different sub groups of working. Which are the questions that each of those working groups might want to ask?

I think there's probably only a narrow set of questions that really relate and that's the first section and the way the Board constitutes itself and functions that you really want to ask the Board about, but I think that's the kind of thinking I think the group needs to have before it goes in there. Don't ask questions that these management consultants are going to come and ask themselves and don't ask questions that relate to things other than directly relevant to one of the working group topics on the board.

Becky Burr: Sorry can I clarify? Don't ask questions that are directly relevant to the working group?

Peter Dengate-Thrush: Well if you look at the list of questions, there is a question about how the community responds to input, I suggest that's not a set of questions you want to ask the board.

Becky Burr: Okay I probably agree with you on that but not because we're planning that the working groups would then go in and re-interview the Board or whatever.

Brian Cute: Okay we've got the list of questions that we have provided to the Board on the screen and when all of you can slowly scroll through, what I'm asking the Review Team members now is to make a suggestion about a sub-set of questions or sub-set of issues that we would want the Board to focus on in providing inputs to us when we meet with the board. Willie?

Willie Currie: Just picking up on Becky's point, it may be that all, not just the registries, registrar, NCUP should be asked for candidates for case studies but the Board also asked what in their decision making processes would be useful examples for the team to look at and the management consultant to probe more. Perhaps we should have that as a standard question which could lead on to some discussion of why that would be or not be a useful example to look into.

Brian Cute: Thank you Willie. I think yes case studies are welcome from any of the constituencies or organs that we are meeting with, agreed. Fabio?



Fabio Colasanti: I think this is a sort of common trend that will go through all the discussions, probably when we will interview the candidates we will want to ask them to look at one or two particularly contentious cases of decisions; so we will get from the groups indications of examples as we have already indicated in the written questions, that they should be giving us instances of cases where they were particularly happy with the decisions of ICANN and these would be obviously the cases that we will suggest to the consultant to have a look at. So my point is, it's already, I would say Willie's point is already in place in the written questions we have already asked.

Brian Cute: Well I think one of the overarching themes that we've agreed upon is that we're looking at the timeframe from the beginning of the affirmation of commitments primarily and what changes have taken place within ICANN since September 30<sup>th</sup> of last year. I know that's a high overarching thought and theme but perhaps that's one area we should focus where the Board is asking the Board what changes they have observed themselves or implemented themselves in response to the affirmation of commitments and to be specific and what their view is on those changes, positive, negative or neutral. I'm trying to look at the list of questions and see if we can isolate one. Does six come close to that? Yes, six comes very close to that.

So is there an agreement that we would call up that theme and number six as a point of reference for the Board to focus on in our exchange? Okay. And I'm referring back now to the affirmation of commitments itself and to letter A, so what we need to call out is Board governance; Board governance, the Board selection process, the extent to which the Board composition meets ICANN's present and future needs and the consideration. What's that? In the earlier questions.

Peter Dengate-Thrush: Again, can I just offer some thoughts on this?

Brian Cute: Please.

Peter Dengate-Thrush: Just again, the suggestion, you really want to ask questions that actually have qualitative and useful opportunities for dialogue. Some of those questions, what changes have been made since such and such? If the answer is nothing, does that lead to any kind of useful dialogue? The first question, about have there been any changes on the methodology of

electing Board members? Well the answer is there are a couple, they fall out of some of the results that we're working at the moment on changing the At Large liaison person to an At Large Board member, but again, so you could actually have that information in writing as a very clear output. Is that going to lead to a useful discussion for the Board to tell you, yes there is going to be a Board member from the elect?

What I'm suggesting is that you look for opportunities to dialogue rather than simply yes, no or simple quantitative answers that you could have got in writing. Coming all the way to Brussels and meeting with the board, from my perspective on both sides of the fence obviously I think a dialogue about real issues is going to be much more helpful than just simply short answers.

Brian Cute: Well the discrete example you use in terms of changes to selection of Board members would be a launching point to say tying back to the affirmation, so how does that address the affirmation's requirement that selection of the Board be adequate, sufficient? Is it sufficient? How is it sufficient? How is it changing the dynamic? Why was the change made? You can tie it back to those higher points of discourse. Becky.

Becky Burr: I think if the answer is nothing has been done then my question would be what is being planned? What are you talking about? What are you considering? What would you individually think is a good idea if plans have not progressed? I mean to me all of these questions are questions because we are talking about a process that's not complete, that's ongoing, all of these questions are questions that will lead to conversation and frankly I would think in some cases prove interesting conversations among the Board members about what their particular priorities are or the ways in which they think the affirmation of commitments, goals can be moved forward.

Brian Cute: Thank you Becky. I think an articulation from Board members to the extent to which the Board composition meets ICANN's present and future needs and understanding how that Board member reviews the present needs of ICANN and the future needs of ICANN with respect to Board composition would be illuminating for me, again, is that tying into a specific question in the list? I can't see the entirety of it. No? Do we have a discrete Board composition question that we can key off of?

Female: Question one.

Brian Cute: Question one. I think Peter since you've indicated there's been a specific change this might be a good area to key on. Number one, Cheryl.

Cheryl Langdon-Orr: Thank you Brian. I'd like to certainly see that the first six questions with variable opportunities to discuss. I'd love to think we could get through the six questions with the time we have with the board, but since 4<sup>th</sup> June, Peter has had this list of questions and I would have actually expected that there's been some preparation ready to respond to some of these matters and it would be a bit presumptuous of us to come in and say, "Now listen, we know we wrote a whole bunch of questions to you but we only want you to talk about section 3.1".

I think we might be overworking this a little bit, I think if we can say as we come in, we know we've sent you, depending on which group we're talking to, one, five, eleven or nineteen questions. We have a limited amount of time with you here today, we'd like to here first what in your preparation for our meeting are your priorities and what would you like to bring forward to us and when we're talking to the GNSA Council we'll get a particular response.

When we're talking to the joint Board and GAK working group we will focus from questions eight and nine on that we've also asked the board, when we are talking to the Board, I would think they would say, "Well clearly, we have this and this and this, which we will be getting to you in writing because you've already asked for that and now we all know we can focus on probably question six in detail", if that's the outcome. I'm just not sure that we can stare into crystal balls and reform things when there should be a degree of dialogue and flexibility otherwise I'm actually back with Peter, we could just have got them to respond to the public comments.

Brian Cute: Thank you Cheryl. I've approached this question primarily from a time management perspective and that's why I'm framing the issues this way. We have an hour and a half and what's the best value we can get from that exchange? And a verbal exchange is different from a written exchange qualitatively, we have the opportunity for candid remarks context. I don't want to reinvent the wheel here, nor what I say we're excluding any question in the list of questions provided, but rather can we create some prioritization or some framing of the discussion that maximizes the verbal or oral inputs that we get from the board.

Cheryl Langdon-Orr: If I can just stream the microphone back for a moment Brian and I'm now putting on my leader within At Large Advisory Committee role hat here, because what we've done is prepared our community interact with us as a Review Team and we have specifically tasked our regional leadership to interact with the At Large structures and to come with opinion, thought, concern, responses if nothing else to just the questions on the public comment lists and bring any particular case studies.

Now, if we then come in and they're all prepped ready to go, in three languages, and we say, "We actually only want to talk about this" that's something I was a little concerned about, so I believe that like Becky said how some of the people in the GNSO world are preparing and what they want to bring forward, I know the At Large community has done the same, I'm presuming GAK joint work group has done the same, I assume Board has done the same and I assume GAK has done the same and we all know there's X amount of time and far more than we can possibly do in it, to be done so we need to narrow it down to what's the best use of, but that's the first part of the dialogue.

Brian Cote: Any other specific suggestions? Larry.

Larry Strickling: I strongly support what Cheryl has just said, in terms of both of her comments. In terms of giving these groups a chance first tell us what they think is important about what we're doing. I don't think as the follow up, I'm also in strong support of Peter's idea that asking the fact questions is not a good use of our time, asking the qualitative questions are. I just don't know what you have up on the screen, the first six questions to the board, what's important here is number five, is what does the Board think the affirmation calls for, what changes would they like to see?

Whether they have been implemented or not? To me is more interesting than whether or not any particular change has been made, because again we have the alternate sources of that sort information. I guess maybe a way to think about it is what we're really looking from a lot of folks is the diagnosis, what is it that they see about the environment that they're working in, where do they see the opportunities for improvement are probably as important right now for us as hearing the specific measures that have been proposed to be resolved, which again, we need that information but to get the kind of discussion we want over the next several days I think we do need, as Peter says, keep it qualitative.

Brian Cute: Thank you Larry. Diagnostics, I like that. Any other thought here? I think we've got a general framing of our approach, I'm not sure that Peter with respect to speaking to Diane and helping to prep the board, that having any specific other than the general framing.

Peter Dengate-Thrush: Diane's issues are much more about staging the event, how many people are coming? How do you want to sit? Do you want it scribed? What supporting mechanisms around this meeting do you want?

Brian Cute: Okay well on that point then, I think our approach has been all these meetings are open unless requested and the GAK requested a closed session and the Ombudsman requested a closed session. If we are talking, I think all the communications platforms should be available unless anyone disagrees, that we use in all these sessions.

Peter Dengate-Thrush: But don't arrive and expect Diane to be providing those, if the team is providing what the team wants that's fine.

Brian Cute: Oh yes, the team, Alice is co-coordinating all the communications platforms, so we can communicate that to Diane that she doesn't have to worry about that, if that's the concern, oh yes, that's all been pre-arranged. In terms of the shape of the table, you know, I think we were talking about this yesterday, Manal and I, and we could sit interspersed, you know whatever makes people most comfortable.

I think what we're trying to achieve here is as frank, open and comfortable a dialogue as possible and so you know, having us at tables across from each other, staring at each other I wouldn't necessarily advocate. I don't have a particular view other than comfortable, open, candid and what best facilitates that in terms of the room is what I suggest; and I'm not kidding about sitting interspersed, I mean if we're in a room like this, I'd just, everybody take your seats and we'll have an open dialogue. So Alice maybe we can just as a practical matter go over the room set ups and take a look at the seating and address that in advance. Willie.

Willie Currie: So which of the two Peters will we have? Peter One or Peter Two?

Peter Dengate-Thrush: The voices tell me that we will all be there.

Brian Cute: Okay anything else? I'm sensing we've hit the end on this issue. Becky.

- Becky Burr: I think to Larry's point about question five. I think that there are a variety of questions like that all the way through here, you know what changes would you like to see implemented with respect to Board selection. Question six is also something that is a priority for me and then also I would very much like to hear from the Board on the GAK questions and in particular on question ten and those are my priorities for input, and part of that is driven by my sense of there may not be a shared understanding between the GAK and the Board on some of these issues. I wish I could be quite wrong.
- Brian Cute: Fair enough, and my other view on this exchange is that in balance I'm hoping that we are doing less talking and the folks we are meeting with are doing much, much more, not in any way to suggest to any team member that we should be constrained and focusing a question and a dialogue please, everyone has the liberty to do that, but I'm hoping that most of the talking is on the other side of the table. Any other points on this? Okay, we can keep moving through our agenda and we're doing well. We have another half hour.
- A very important issue that we need to decide before we disband from our face to face meetings as a team tomorrow, is the location of our meeting in Asia, and I think we have about seven cities and 18 opinions on the table, but in terms of my view I think many of the team members share the sentiment that a meeting in Beijing would be of very high value and we are going to continue to ask Mr. Xinsheng Zhang to work his process to see if we can get approval of that location. Mr. Xinsheng Zhang?
- Xinsheng Zhang: Regarding the Beijing to the next (inaudible 31.27) meeting, also our internal process is almost (inaudible 31.33) so far. So maybe, still need one week, so I will post you a nice answer.
- Brian Cute: Thank you very much Mr. Xinsheng Zhang and having spoken beforehand, just as a matter of prudence, since we have about two months, two and a half months, what I'd like to ask the team to do is identify one or two locations maximum and understanding that certain elements of your process are beyond your control should we not be able to convene in Beijing at least have one or two other locations as candidates that are being prepared as a fall back. So we have had a doodle poll out, we've

had a number of locations; we need to sharpen our pencils and get down to one or two locations and begin to prepare backup meetings. Fabio?

Fabio Colasanti: Well I would like to hear the views of the members because I would also like to go to Beijing, I consider that that should be our first choice, but I'm not sure that we can wait another week because there are a lot of requirements in terms of booking tickets. So first of all, I would like to hear from the other members of the group how urgent the decision is. If we all agree that Beijing would be the first solution can we explore the possibility of saying we are going to Beijing period and then the real question that remains open is whether the meeting will be hosted by the Ministry.

Or whether the meeting can take place somewhere else in Beijing in an hotel with some support from ICANN somewhere else, because that would allow us to still go ahead with travel arrangements, visa, whatever we do. We would get out of this meeting with a firm decision it will be Beijing and then we will see where the precise venue in Beijing will be; so two issues, urgency and could we explore the second option that would mean Beijing subject to the final decisions on the precise venue within Beijing.

Brian Cute: Thank you Fabio, Peter?

Peter Dengate-Thrush: By jumping to the conclusion of the doodle poll before we finished the doodle poll. I thought we were doing a doodle poll on what the...

Brian Cute: And there it is on the screen. So yes, we do have a few members who need to submit their responses so we have a completed doodle poll.

Peter Dengate-Thrush: So why are we talking about this before that's been done?

Brian Cute: As a matter of expedience, because time is getting short. If Beijing is not feasible for whatever reason we really need to be making plans for that other location.

Peter Dengate-Thrush: Beijing is not on this doodle poll.

Brian Cute: No Beijing is assumed as our number one choice pending Mr. Xinsheng Zhang's completion of his process.

- Peter Dengate-Thrush: Oh then I've completely misunderstood the process I'm sorry.
- Brian Cute: We're trying to identify backup plans if you will, should Beijing not be feasible for whatever reason, we need to start the work of confirming logistically and having community support and there's a few elements to these locations. Obviously there are the logistics but there's also support of the local internet community. Is there a local internet community that can help us with the logistics?
- Because again, this exercise is an interaction with the community so there's locations up here but if there wasn't a local internet community to interact with I would see that as minimizing the value of that proposed location. So what I'd like to get to here is can we agree on two alternative venues to Beijing and have a Review Team member take on the assignment of quickly identify logistics, support and coming back to the team and saying, "Yes, Singapore is feasible." or "No, it's not." Yes, Larry?
- Larry Strickling: Do we have a sponsor for each of these locations? I mean I don't know how this list was arrived at; I know I thought Warren had proposed at least one of the cities which I assume meant the go daddy would provide the logistical sponsor role.
- Brian Cute: We'll support the logistical if it's Singapore. So do we have that for Tokyo and Hong Kong and the others? I assume Wellington would be Peter although some of the Europeans don't want to go down there so. Fabio?
- Fabio Colasanti: I've met in Hong Kong the chairman of the local internet society who said that we would be able to help us if we need it.
- Brian Cute: And I think someone told me that the local internet in Sydney is that right? That we have local internet community support for Sydney or did I mishear that?
- Fabio Colasanti: No way.
- Brian Cute: No way Okay. But this is a critical element having the local support structure and the ability to interact with the community during our meetings.



Fabio Colasanti: Brian if I may what we do also have if we're now establishing that there is a need for us to understand what the support mechanisms will be, it makes my prioritization, I'm actually going back into the doodle poll and I am now going to change my mind because I now would like to have a, probably only one green and there will be two yellow and I'm going to bump a couple into red.

Because with the recent experience we've had in the Hong Kong meeting for the Asia Pacific Regional Governance Forum which Peter was at, it worked actually in a very different but a far more cost effective venue than I was aware of before I went to that meeting. Normally, I go oh Hong Kong it's very expensive to stay there, but this was not the case from my experience this week, so it's changed my mind, so knowing how the local support and the ability for the local internet community to be reached out to and interact with is very important from my perspective.

Brian Cute: Who are the members who haven't registered their opinion yet on the poll? Peter?

Brian Cute: If you can yes, let's do this in real time, let's get to it. Who else hasn't weighed in? Louis Lee but he's not here; so Peter, Louis, so one, two, three, four, five, six, seven, eight, nine, ten. Yes, Fabio?

Fabio Colasanti: We don't need Louis' opinion because unfortunately he's not available on those days anyway.

Brian Cute: You're right he's remote. Well said, he's remote. Who else? Well Mr. Xinsheng Zhang is arranging Beijing. There we go.

Fabio Colasanti: First allow me to apologize because the numbers are written in Arabic so it's not very helpful to everyone in the room but I think the colors are.

Brian Cute: But we have support, we have structural support. Okay.

Fabio Colasanti: Actually Larry there is a very good reason for that because the Australian based local internet community will be in Queensland at another event during that time.

- Brian Cute: Okay so do we have Cheryl's updated? Okay and Mr. Xinsheng Zhang has indicated in terms of backups Hong Kong or Singapore should Beijing not materialize. So I think based on the doodle poll we're looking at Hong Kong or Singapore correct as the two that have the most support. I'm pretty confident that if you add Hong Kong and Singapore Mr. Xinsheng Zhang. Peter what were your selections? I think those are the two clear candidates, and Fabio you have indicated internet community support for Hong Kong, Warren go daddy logistical support for Hong Kong.
- Brian Cute: Pardon me Singapore. Thank you. The local internet community in Singapore does anyone have any contacts? We will have contacts; I mean I can follow up on that. What exactly are you looking for Brian from that perspective? Just that there will be participants in open forums? Two things to assist with logistical support and secondly for community interaction locally, all right, okay so who would like to be the owner of Hong Kong? Fabio?
- Okay, so Fabio and Warren if you would, as quickly as you can, run down the logistics, the feasibility of holding these meetings in Hong Kong or Singapore and report back to the Review Team, and then we'll go with those two locations as our backup, again pending the decision on Beijing. Any other discussion? Okay. Let's see the next thing. Yes, Fabio?
- Fabio Colasanti: Could we have from Alice perhaps by email a list of the technical requirements that we should be asking for?
- Brian Cute: Yes, Alice if you provide that to Warren and to Fabio, and let me note that Becky just indicated that her firm has an office in Beijing, so to your suggestion Fabio should Mr. Xinsheng Zhang's process not result, you know Beijing B if you will as opposed to Beijing A might be feasible as well.
- Brian Cute: But Brian if this is the case then I would say we don't need to discuss Hong Kong and Singapore, because if we are in a situation where essentially the choice is Beijing hosted by the Ministry or Beijing hosted by Becky's firm, then we could say it's Beijing.
- Becky Burr: I just want to say our office in Beijing is small so in terms of space for the community to come in and participate that could be more problematic, but we would have people could do, if we were in a hotel or something like

that, could help with logistical stuff. So it's really a question of how many people we need to accommodate.

Brian Cute: Thank you Becky, Mr. Xinsheng.

Mr. Xinsheng: Mr. Fabio I don't know is that the (inaudible 43.34) held by the Ministry as a community because their support has been for China (inaudible 43.43) even for our (inaudible 43.45) also other community does them better for these meetings, but there was a difference between hosted by the Ministry or for others in asking question.

Fabio Colasanti: But this goes in the direction of being able to decide now that we go to Beijing, that each one of us can start applying for a visa, doing travel arrangements and we shall just know over the next few weeks precisely where the venue will be. That seems to me to be the direction in which we are going.

Brian Cute: Mr. Xinsheng Zhang.

Mr. Xinsheng Zhang: If we accept the meeting, waiting for visa that's no problem if you are invitation (inaudible 44.31) that's no problem, also we have all us to do some (inaudible 44.41).

Brian Cute: Does anybody on the Review Team know of a particularly strenuous visa requirement vise a vise going to Beijing?

Brian Cute: Microphone. Eric please.

Erick Iriarte: I need a visa but with a letter of invitation, I can make that process in the Embassy. This is the difference with Australia or New Zealand that I need to send my passport to Chile because we don't have embassy in --.

Brian Cute: Larry?

Larry Strickling: I'm informed that as representing the US Government we may need an invitation from the Chinese Government to get a visa to come in, so I think there may be an issue that if the Ministry is not hosting this whether we'll be able to arrange a visa at my end.

Brian Cute: Mr. Xinsheng Zhang are you in a position to send all the members of the Review Team rapidly an invitation, irrespective of whether the meeting

will be hosted by the Ministry or not, because this would allow us to advance, if you were able to send us an invitation in any case.

Mr. Xinsheng Zhang: If we had decided next week our meeting in Beijing we will give each person an invitation.

Brian Cute: Thank you Mr. Xinsheng Zhang. Erick?

Erick Iriarte: Yes we need to wait one week to take the decision, wait a week and then we talk again.

Brian Cute: Fabio?

Fabio Colasanti: What we have to decide here is if at the end of the week there is a problem in Beijing, do we have to already have identified an alternative venue, an alternative location in another city or not? Because my understanding is that from everything that has been said we can decide that it will be Beijing but the issue, I'm asking the question again, if for whatever reason in a week you are not in a position, well you were to tell us that the meeting cannot be hosted at the Ministry, can you still send us an invitation for us to apply for the visas even if the precise venue were to be in an hotel, in a private firm or somewhere else? Can you send us a letter of invitation to China for us to apply for the visas even if the meeting is not in the Ministry?

Mr. Xinsheng Zhang: (Inaudible 47.55] I don't know exactly if, it's not decided by our government also neither ask you are you with -- or not, I don't know exactly so, I couldn't make sure.

Brian Cute: So there would be a separate process Mr. Xinsheng Zhang would have to go through in either scenario is what I'm hearing.

Cheryl Langdon-Orr: Brian if I can just have a minor intervention, which coming onto Fabio's point, we've still got Beijing as our first priority, we've actually got most of the way here into looking at a second priority, so I don't see a downside of saying here is our fallback position with the doodle poll and we have a week to know whether or not we are able to get the invitations for visa to Beijing or not.

Brian Cute: Thank you Cheryl. Mr. Xinsheng Zhang.

Mr. Xinsheng Zhang: Yes I'll explain again, because it maybe me that makes some mistake, but all the work has been done for our procedure is (inaudible 49.03] to decide whether or not to give each of our members the invitation. Not a full meeting maybe another we can hold in Beijing, and not (inaudible 49.27] for Ministry to be in charge of (inaudible 49.30] before this meeting (inaudible 49.36].

Brian Cute: Fabio?

Fabio Colasanti: Can we then agree that Okay, we wait an extra week but we will have to really to say if by the end of next week no decision has arrived then we forget Beijing? Fine, then could we take a decision between Singapore and Hong Kong. Okay fine, so it's Hong Kong.

Brian Cute: Oh you mean choose between Singapore and Hong Kong. He said Hong Kong and Singapore he actually supported both as backups. If we are waiting a week is there any harm here in people doing the research on Hong Kong and Singapore and coming back with data? I don't think there's any harm if we could do that and we'll see where we are in a week; and Alice you'll get the legatorial criteria to Fabio and Warren. Thank you, Fabio?

Fabio Colasanti: The criteria are urgent Alice because we cannot even send the first email without the criteria, thanks.

Brian Cute: Thank you. Okay on to the next item. I apologize some of these items don't appear on the agenda, these were my own doodlings if you will of things that I hoped we'd get to tomorrow but we are being so remarkably efficient, you're all to be congratulated. Let's talk about the conference call schedule that's been proposed. Well Manal can pull that up on the screen but I think this would be another item good to get set in stone. We had put out a proposed call agenda, there had been feedback from a number of Review Team members highlighting particular holidays or particular conflicts, I believe adjustments have been made.

Our goal was to establish a single day of the week but obviously that can't be perfect, so what we have on the table right now is this conference call schedule, proposed dates, we as before would rotate each call forward six to eight hours, so the times zone pain is spread evenly. Manal has collected some time zone difference data to try to see which setting will be

more humane for all of the team. Any specific findings on that? Is that reflected?

Manal Ismail: No actually, I was trying to see if this reflects what the group suggested by the time shifts or rotation, so one suggestion would be three nine, three nine and then we repeat again, or three nine, three nine then four ten, four ten, then five eleven and so on; so which would be preferable? If you would like me to send this again to the whole group right now to be able to check local times.

Brian Cute: I think that would be a good idea. Everyone on the team when you get this, actually I've already filled in the US EDT time to you so Larry, Becky, anybody else in that time zone you don't have to respond but in the far right column if you can indicate the converted time in your locality and send it back to Manal so we can calibrate which hours are the best.

Manal Ismail: I mean they could take a decision whether all the times are convenient or if not, if there is a time that is not convenient for one of the members just highlight this with a suggestion whether to make it an hour earlier or an hour later.

Brian Cute: Should we make this a doodle poll?

Manal Ismail: No.

Brian Cute: No. Okay when you get the document please indicate to Manal if any of these times are absolute non starters for you.

Manal Ismail: Unless people are fine with the time zones then we're done.

Brian Cute: Yes, Eric.

Erick Iriarte: Only a comment, a few comments that is the first three, four, five the difference are two weeks then it's three weeks but one week after our presidential meeting on September 6<sup>th</sup> and the same happens in the October meeting. We need the presidential one week later a teleconference is not so close, to give 15, 15, 15 or try to keep some similar difference of time. Also happens in October, in October you have one week, 18, 25 then in November and then one month later, a month and a half on our teleconference.

- Brian Cute: Points well taken. I think what we can decide perhaps is the dates. People will have to come back with times and whether they work or not to Manal but let's focus in on that, so Eric to your point, good questions. Do we know why that was structured that way Manal?
- Manal Ismail: Yes I'm digging this out right now, but all the justification was in the initial file I shared but I tried to clean this one, so I'm trying to get the older version, just a second.
- Brian Cute: So everyone please review the dates when you see them, if there's any date that poses a problem vis a vis a holiday or a particular conflict, please flag that. Larry.
- Larry Strickling: But just to pick up on Eric's point, it does seem that when we get into September we have week of September 6<sup>th</sup>, week of September 20<sup>th</sup>, if I understood Eric's point it was that since we will have just met the last week of August perhaps the first call in September should be the week of the 13<sup>th</sup> and then keep the week of the 29<sup>th</sup> but just move the two calls on the 6<sup>th</sup> and the 20<sup>th</sup> and make it one call on the week of the 13<sup>th</sup>. Similarly, if I understood him correct, when we move into October since we are going to be together the 12<sup>th</sup> and 13<sup>th</sup> perhaps skip the call on the 18<sup>th</sup> and come back on the week of October 25<sup>th</sup>, so it's not so much a particular day is a problem it's more I think are we sequencing it the right week given our in person meetings?
- Brian Cute: Yes point taken. So I think let's stick with the first one Manal, we could make an adjustment in September from the 6<sup>th</sup> to the 13<sup>th</sup>. Okay here's the reasons. Right and people will be traveling on the 13<sup>th</sup> or some will. Well that's a clear enough explanation, I guess the question is do we need a call on the 6<sup>th</sup>? Can we wait until the 20<sup>th</sup>? Keep the call? Lose the call on the 6<sup>th</sup>, drop the call on the 6<sup>th</sup>. No I think we will need that because I think that will be the most intense period between the Asia meeting and October, so there probably we will need the conference call. Keep the conference call on the 6<sup>th</sup>.
- Fabio Colasanti: Sorry Brian if I continue with that idea that will be very useful, the same happens at the final of October though we have three very frequent teleconference, 18, 25 and 8<sup>th</sup> November and also we have one week before.

- Brian Cute: Excuse me; to me this really is the most crucial period. We are coming to the end of our data collection, our heavy analysis, we are drafting recommendations, to me this is the heaviest work period. Fabio?
- Fabio Colasanti: I'm not so sure because we will be posting out our draft recommendations by mid October and between mid October and end of November we will not be doing anything.
- Brian Cute: We have mid October targeted for the draft recommendations.
- Fabio Colasanti: My understanding is that we will have a very intense meeting at the end of August where we will start to do drafting, then through the working groups and everything we will be doing most of the work between end of August and 12<sup>th</sup> October and the 12<sup>th</sup> October we should convene and produce a sort of semi finished product that will be put out for consultation, then there will be the 45 days of consultation and the finalization of the document; so during the period of consultation I don't think that our work would be that intense.
- Manal Ismail: I think it's too early to really decide, but if we agree that this is a convenient slot should we need one then we should go for blocking this right now and maybe releasing it.
- Brian Cute: That's a commonsense proposal, thank you. So we're going to keep the call on 6<sup>th</sup> September even though it's a week after we've met because of the intensity of the work. We're going to keep these dates as is and decide if we drop them if our work is completed mid October. Okay if you would send this out to the team members Manal and then on the time question just give Manal your feedback on whether certain times do not work for you at all in terms of the call.
- This also leads to a follow on question about the meeting in Cairo and the intensity of the work as you've said Fabio. The doodle poll showed that everyone actually has three consecutive days available for Cairo. We had put it to the group as a two day meeting, two different options, I think 12, 13, or 13, 14, yes. Given the fact that this will be probably the most intense part of our work where we've gotten a near final management assessment, we've gotten all our documentations analysis and the sub working groups are reporting in on their findings and preliminary



recommendations. The thought was perhaps a full three day meeting in Cairo would allow us to really finish that work. Fabio?

Fabio Colasanti: I have a bit of a problem on the 14<sup>th</sup> but Okay it doesn't matter, if needed I will certainly change any other commitment, but I was wonder if after all we could not foresee we all arrive on the 11<sup>th</sup> and we all fly say out on the 14<sup>th</sup> and the 12<sup>th</sup> and the 13<sup>th</sup> will be two full days where we can meet from early in the morning with everybody being here and we continue until well late in the afternoon, evening of the 13<sup>th</sup>. The problem is that we have to decide now about flights, for instance we should be avoiding a situation where some people might fly in on the morning of the 12<sup>th</sup>, delays are always possible and then we lose some time there.

Brian Cute: Thank you Fabio. In terms of the actual work, at a minimum we are going to have a near final report from the Management Assessment Team that we need to digest, discuss, and analyze. We are going to have the working groups and it's going to be depending on how we combine some of the elements, at least three or four working groups that are reporting back into the team. Their review, their analysis, their potential recommendations as a working group, sub working group and then we as entire team turn toward developing recommendations. You know I certainly see that we could use a full three days myself if you're suggesting that we go with two very full days it's one approach. Any other thoughts on that, Cheryl?

Cheryl Langdon-Orr: Because I thought that the workload would be fairly heavy, by good luck perhaps, not good management but I've already got my ticketing organized, yes I can change it, but it made sense to me looking at when I'm arriving, I will be arriving on the 11<sup>th</sup>, which leaves us up to the full three days, certainly on my already organized itinerary, so I'd like to support that concept of Fabio's of getting in on the 11<sup>th</sup>, but I think we do need more time not less scheduled, and if we gain and go through the agenda very fast well that's good, we'll have something to do one afternoon in Cairo, but I'd rather not limit ourselves now, so I'm looking at arriving on the Monday and going out on the Thursday; but not until 6.30 in the evening, so it gives us the full amount of day time.

Brian Cute: Any other discussion? So let's plan on having three days in Cairo. Oh you would ask that, 12<sup>th</sup>, 13<sup>th</sup> and 14<sup>th</sup>. We are at the half hour and with our adjusted agenda we're going to now stop our agenda, take our lunch break and move toward hearing the presentations from the RFP

candidates. Any other business or items to discuss before we break, Manal?

Manal Ismail: There was a suggestion or a request to have people dialing in to our calls and I think it's relevant.

Brian Cute: Yes thank you Manal. There has been some discussion on the list, a question about whether for our calls, not our face to face meetings but our calls, that a bridge should be open for the public to dial in and listen in to the call. There have been competing views on the list, some supporting that, some saying effectively well there's no opportunity for the public to intervene and that the transcript of the call the recording itself will be up within 24 hours or so, so there's not much lost if you will in terms of access and transparency.

Those are the competing thoughts, any discussion? Strong views? No strong views. I personally would lean toward, with the logistics of an open bridge and how many people call in and the fact that the call is available within a very short period of time and there is no opportunity for intervention that we proceed with not setting up a separate public bridge for listening to the call. Does anyone oppose that? Peter? That's opposition. Okay. A show of hands, show of hands, those who support having an open bridge live listening during the call for the public?

Brian Cute: Can Peter please just expand on it, I'd like to just hear his thoughts on the open bridge where there is no participation.

Peter Dengate-Thrush: I think it's just inherent in the way ICANN does things and it's part of I think the existing discussion we've had about how this team operates which is that it's open unless someone makes it closed, and when it's open that means you make the facilities available for people to listen, just as people can walk in the room and listen when you're having a call, that's the committee in an electronic format, so people have to be able to walk electronically into the room, and I think as soon as you start using criteria like cost or not many people join to start limiting access you're on a slippery slope. The principle is to allow the access.

Brian Cute: Discussion, Cheryl?

Cheryl Langdon-Orr: Because it came from the community, I mean it doesn't matter that it might be just one or two people who wish to listen in. I don't think there's

a downside to that, yes I heard the argument on the list that said, but what if we need to move into closed session? Well you either organize your agenda so that things go into closed session. The way we do it in the At-Large world is if we have known closed sessions we open the phone bridge for the closed session earlier and finish that, you then hear if people join the phone bridge. So as long as you manage how you go into closed session open session through a phone bridge intelligently it's not that difficult logistically and we've certainly had the situation where we've had an unpredicted need to take something in camera and you simply say we will now continue with the rest of our agenda disconnect and the team will reconnect and you deal with that in camera. It's not logistically challenging to work on the have it open principle and on the rare occasion that it needs to be taken away from being everyone can listen in, it's easy enough to deal with.

Brian Cute: Thank you Cheryl and personally I wasn't influenced by that, I assume that is easy enough to do I don't see that as a challenge. To me it was the inability to intervene that was more influential in my thinking. Becky.

Becky Burr: I'm not opposed to having the meetings open. I do have one question and I don't have a real sense of how this affects me but it seems to me that if we have this live issue that we're then going to be having sort of questions and input from the community in the course of the conversations and I wonder how that affects the flow of the conversation, people paying attention to what's going on from the outside and what's coming in, these are all just questions that I'm asking but it does seem to me to change the dynamic from being a conversation among the members of the team to having a conversation among the members of the team with input from the community. I'm not saying that's good or bad, I'm just saying I think it's a different dynamic and I don't have any experience with how it affects the flow.

Brian Cute: Thank you. An evolved thought that I just had is the point Peter raised about generally transparency and there not being a downside as Cheryl said. Wanting this team's work and endeavor to be respected and embraced by the community fully both throughout the process and particularly at the end. I think I'm tilting toward keeping them open, I don't see the harm now that I've thought it through. Any other thoughts before we move to a vote, Fabio?

- Fabio Colasanti: We have to think a second about whether we are not likely to create even more frustration, because essentially it's about allowing people to phone in and ask questions and contribute to the discussion.
- Brian Cute: It's not about participation, it's about observing, there's no suggestion that people are going to be able to participate.
- Brian Cute: No intervention this is simple listening.
- Fabio Colasanti: Oh sorry, of streaming of listening possibility.
- Brian Cute: Not during our calls. Yes, that's the request that we implement a phone in bridge.
- Becky Burr: But just back to my point, it does create the possibility of live input into the meeting by virtue of you know, the people sending emails, you know chat whatever, so it does create the possibility of input into the actual meetings which might be a good thing, it might create more frustration.
- Brian Cute: The point about frustration that if you allow external input, as a chair you will have problems because you might be discussing something very important on which outside stakeholders have strong views, they will keep asking questions, questions, questions and you will have to say, come on, we have to close it. So as Becky was saying if there is a possibility of external input there is a bit of a problem. On the other hand, we already have the listening capacity now and we haven't seen that much disruption during our meetings so probably there is no big risk in opening up calls as well. Warren?
- Warren Adelman: I think Peter articulated it very well and it would do us a disservice not to have it as open as possible, I think you should call a vote.
- Brian Cute: Yes, calling a vote, should we open our calls to a call bridge that the public can dial into in observer status with no possibility of intervention but live listening. Those in favor? One, two, three, four, five, six, seven, eight, nine, ten; we've got a large majority, so voted.
- Brian Cute: At any time for our rules any member can request a closed session, in which case those access bridges would be closed. Okay we do need to move to the next part of our agenda, take a break, and move into the

closed session so any other items, last call. Okay this is the end of the open part of our agenda and we'll reconvene. Manal?

Manal Ismail: How are we going to treat company confidential data if this is?

Brian Cute: We can discuss that over the lunch hour Okay thank you. Okay we're taking a break, thank you very much.

[Break]

Brian Cute: If everyone on the Review Team could introduce themselves to Matt then we'll get going. Louie? Could you introduce yourself?

Louie Lee: This is Louie Lee, I am the chair of the ASL (inaudible) Council, and I am from the United States.

Warren Adelman: Warren Adelman, I'm the President and COO of godaddy.com.

Olivier Muron: I'm Olivier Muron.

Fabio Colasanti: Fabio Colasanti, formerly with the European Commission.

Willie Currie: Willie Currie, with the Association for Progressive Communications.

Cheryl Langdon-Orr: Cheryl Langdon-Orr, I'm the Chair of the At-Large Advisory Committee.

Ricky D'Arthur: Ricky D'Arthur, Association of Latin America.

Manal Ismail: Manal Ismail, Egypt GAC representative.

Brian Cute: Brian Cute with Afilias.

Becky Burr: Becky Burr, I'm a partner at Wilmer, Cutler, Pickering, Hale, and Dore, and a member of the CCNSO Council.

Larry Strickling: Larry Strickling, US Department of Commerce.

Xinsheng Zhang: Xinsheng Zhang, from China, Minister of Industry Information, Telecommunication.

Male: And there are a couple of team members who are not here, but they will not be participating in the evaluation, so this is the team that will be listening to you and evaluating your proposal. Please proceed.

Matt Dowell: Thank you. My name is Matt Dowell, I'm with Deloitte and Touch, and first of all I want to thank everybody for inviting us over here to give our proposal in response to your request. I know you have an absolutely daunting task in front of you, and we're looking forward to helping you. I've distributed to you both a copy of the presentation that is up on the screen as well as the written response to the RFP. They are supposed to be read in conjunction, one is not supposed to replace the other, so they do go hand in hand.

The presentation elaborates a little bit more on the proposal response. My preference, if it's acceptable to everybody here is that we go through this, if you have questions please stop me. Let's have a conversation about it. I'd just as soon we not wait until I get to the end, and I've talked myself out and then you start asking questions. Next slide, please.

So this is really what I want to talk to you today about, I just want to briefly touch on the affirmation of commitments, our understanding of where you are now, our methodology and our approach, then a timeline and our staffing plan, then a little bit more about Deloitte. Next slide, please. I'm not really going to read this to you,

I'm certain everybody in here probably knows this by heart, section 9.1, but from this background, against this backdrop, we understand that you are actually looking for an external expert to help and support in this process, and specifically you're seeking somebody to help you understand the processes and procedures are designed effectively and appropriately to ensure Accountability and Transparency.

You've specifically asked for a qualitative analysis of those processes and procedures. You have not asked for quantitative analysis and we understand that you're not really looking for an audit of – you have a process and procedure in place. Within the framework of the five principles of the AOC, we actually think that this process is really only designed and really only effective at addressing two of those five.

Now, we think we'll touch on all five of the outstanding issues in the AOC, but specifically there's only two, and one is assessing the processes by which ICANN receives the public input, and assessing the policy development process. So like I said, we'll touch on all five as we go through this process, but those are the two main points of emphasis.

Some of the key questions that we actually considered germane to the task at hand are listed above; they're also in the written RFP. I have no intention of going through all of them, but I do actually want to highlight a couple of them that we think are very important. The first one, are ICANN's current processes and procedures in accordance with its currently published Accountability and Transparency framework?

We actually think we need to start here; we need to make sure that what's being done is what's actually published out there in the written record. That's the absolute first place to start, and that's not an audit of what's going on, but I'm just making sure that everything that ICANN says is being done actually is being done. We'll come back to our methodology in a moment.

Policies and other decisions made at the appropriate levels within the organization, again, absolutely critical that the organization; especially from a risk management perspective is aligned appropriately, so decisions are made where they need to be made. And then how does ICANN actually measure its Accountability and Transparency improvements over prior years? What key performance indicators is ICANN using to measure its performance against this framework? Those three questions we believe are absolutely critical and it's the big focus of our review.

Within that framework, I'd like to then move to our methodology and approach, and at this point I'm going to ask that we stop the recording, the timeline and staffing, we have six weeks, we actually really have a week built into that, so we really have seven weeks, that's based on our understanding that right now it's June 19, so realistically an engagement letter couldn't be drawn and finalized until the week of July 2<sup>nd</sup> or 3<sup>rd</sup>; so when you do that math forwards, seven weeks gets you to August 31<sup>st</sup>.

It's achievable, we believe it can be done, it's going to require close coordination with ICANN personnel, and it's going to require that we have support resources from ICANN that are dedicated and willing help; especially when it comes to scheduling interviews, recovering the

documentation that we need, it'll be sequenced so we hit six weeks, we'll give ourselves one week for slip, but anything more than that and we're going to miss the August 31<sup>st</sup> date.

When you look at the proposed staffing hours, its approximately 1730 man hours, that's what that all sums up to. You see where we concentrate our work, we're concentrating – most of our hours are our managers, and our experienced senior consultant level people, but you are going to have a dedicated resource team, and we'll address that in just a second. I would actually like to go off the record for just a second.

So the project team and resources, you're going to have a dedicated team, Brett Hahn is the lead client service partner who will be overseeing the engagement. Beth Kaplan is the engagement director, she's based out of California and she'll be the day to day, on the ground in California. Obviously you'll have me, and then we're going to bring in various senior managers and consultants.

When I say various, I don't mean we're going to bring on in for a couple of weeks and roll him out again; it'll be a dedicated firm team, what we haven't done is we have not actually finalized who the people are going to be. In addition to that, you're going to have a Deloitte advisory team, Tim Davis, people in here may or may not know Tim; he does a lot of work with ICANN right now, he's out of our Seattle office. And then Greg Aren is one of our senior partners and he works in corporate governance. He's one of our federal senior partners.

Brian Cute: Could you elaborate? Tim Davis – could you elaborate on the work that Tim Davis does for ICANN?

Matt Dowell: Yes, we did disclose it too in the RFP; Tim is working with Deloitte Belgium which is a different member of DTT, they actually help with the new top level global domain registries. And we do have a response in to that RFP.

Brian Cute: Is that existing work he's doing or you have a response in ...in to a bid?

Matt Dowell: We have a response in to a bid. We have a response in, so there's no existing work right now.

Brian Cute: Okay. Thank you.



- Matt Dowell: I started talking about our DQI team; our Data Quality and Integrity team and they change their name about every six months, so it might be something else now, but this is a team whose sole purpose in Deloitte is to make sure that both internally and externally that data we are utilizing is quality and it maintains its integrity. This is their entire job, and they're statisticians and they're sample methodology, they're qualitative analysis people, this is what they do for a living. We're certainly going to bring some of those people in. I've been working with the partner in charge of that team to figure out which resources she could free up in July to open up to us.
- Brian Cute: Erick? Erick.
- Erick Iriarte: Is two questions only to confirm, Beth Kaplan is a lady?
- Matt Dowell: Yes, Beth is a female.
- Erick Iriarte: And the second, which language you managing your team, to interview, correlate within.
- Matt Dowell: It's a fantastic question. The engagement team itself, because it's going to come out of Deloitte U.S., is going to be managed in English. Deloitte's commitment to diversity that I'll address in a second is consistently ranked in the top 50 in diversity. We had considered that, we are going to make sure that we bring in researchers that are multi-lingual. We are going to make sure that our researchers are represented over the population as a whole. Obviously, there will be females, there will be minorities, there won't be a bunch of 'Matt's' running around, it's not conducive to what you want. Does that answer the question?
- Brian Cute: Larry?
- Larry Strickling: So, Matt, I assume you're going to be a key member of this team?
- Matt Dowell: I will be, in California, yes.
- Larry Strickling: So you've had a chance to read some of this stuff, look at it. What do you think the problem is?

Matt Dowell: What do I think the problem is with ICANN's decision making process? Quite frankly, I think the ICANN's decision making process – I don't know – and that's the problem. I don't know what the decision making process is, I know what's on paper, I know that we consult; I know that we don't really consult even though we say that we consult. I know we say we publish documents up on the website, I went to look for a couple, and I'll be honest with you.

I couldn't find some of them. I know we say that we do an accountability audit every year, I probably spent a full day researching ICANN website, looking for that audit that's done by the Board and I couldn't find any meaningful audit. So I don't know that ICANN actually does what ICANN says it's going to do. And that is the fundamental problem.

Larry Strickling: Well, how does your methodology get at what you're suggesting may be more of a performance issue than a design issue? I mean, I understand looking at all the documents and evaluating whether it meets like accountability principles and stuff, that strikes me as a review of design. How does your methodology get at this if it's a performance issue?

Matt Dowell: Well, is it a performance issue because it's poorly designed, or it is a performance issue because of staffing and resources? We'll have to get into it. I can't answer that until we get into the details. If it's a procedural because of the design, then the design can be fixed. If the design is flawless, and it's people, then there's a bigger issue that I suggest the Review Team will have to take up with the Board.

Larry Strickling: But my question is how do you provide us with conclusions or analysis by which we can evaluate that? Again, I understand you can tell me if it's well designed, you may be able to tell me if there's problems with the design, but if you conclude that it is well designed, how does your methodology bring me back actionable conclusions on performance or even skill sets? It may be that they don't have the right people in some of these jobs. How do we get at those kinds of questions?

Matt Dowell: If that's the path we're going down, and that will be determined within the first couple of weeks within the management review, and that management, can we go off record and go back to slide six? I think slide 13, and we can go back on the record. Now you also have the available resources of Deloitte's other subject matter experts and we'll absolutely draw on those. We'll draw on our governance people, we'll draw on our

business continuity, we'll draw on our human resources, and we'll draw on our [ortrans] 0:18:36 information people as well. Deloitte U. S. is 47,000 people strong. PPT is 165,000 people strong.

We have the available resources. So a little bit about Deloitte? One, we have a global presence. We're on six of the seven continents, and that's actually not true – I was reading on the flight over here about a team that just came back from Antarctica doing an evaluation assessment, so as it turns out we work on all seven continents. We have a lot of experience with independent organizations including doing assessment work as well as developing corporate governance for a diverse set of stakeholders. We'll come back to that and the quals in a little bit, high level operational assessment.

In addition to the high level operational assessments that we do for outside clients, one of the major processes in any long term engagement internal to Deloitte is what we call and in-flight review. We have a senior partner come in and he does a complete operational assessment with his team of every long term engagement that Deloitte is involved in. So not only to we do it external with our clients, we do it with ourselves, and then our commitment to diversity.

We're ranked in the top 50 companies for diversity by Diversity, Inc. We're ranked in the top 100 companies to work for by Working Mother magazine. I will provide to Alice for distribution after this some of our diversity literature. Deloitte takes its commitment to diversity seriously, back in the US, coupled with our presence means that we'll have the appropriate representation of the stakeholders.

Brian Cute: We're just about at the end, so if - Larry, please.

Larry Strickling: Just on the background, and I'm speaking to you personally since you are here representing the company; give me an example of an engagement that you have been principally involved in, that you think is the closest analog to what we are trying to do here, and give me a sense as to if it was a successful engagement, and if so, why.

Matt Dowell: Okay, so I'm going to have to use two, because they go hand in hand, and I'll try to go through them quickly. One, and you'll see it in the quals that are in here, so; some of the quals that are in here because obviously I did them, but there's the review of OFCom, which is the UK regulator, when

we put it in the RFP we didn't actually have their permission to use names. They've subsequently given us permission to use names.

We went in and we did a complete qualitative assessment of a program they were setting up to clear 800 MHz band in the UK from analog television and move it over to digital television and free up the spectrum. What they had asked us to do as part of that assessment is to come in and do a complete review of their stakeholder management processes and policies; a complete review of their corporate governance; a complete review of their financial operations.

From that, we actually worked through semi-structured interviews, a little bit of surveying, but the timeline was a little bit tight with some of the stakeholders, and we came up with a report that effectively told the client that they were deficient in points A, B, and C; they had points D, E, F; they could work on these other points, and then we sent them back with specific recommendations on what they needed to do to improve.

The other one that doesn't necessarily go to the assessment, but it goes to the heart of the matter, is Deloitte currently works on a public/private partnership overseeing band clearance in the US. Larry, I don't know if you're familiar with this or not, but the public safety communication was being interfered with by commercial operators, so the FCC had decided to clear that band, originally contracted with Bearing Point.

Bearing Point was subsequently acquired by Deloitte; but it's a public/private partnership, about 2600 different stakeholders with about 2700 different opinions on how everything should be done, and we were responsible for setting up the governance and the operations and making sure that it was done as transparent and as accountable to not only the FCC, but also to the stakeholders as possible, which means publishing all of our guidance, publishing all of our decision making, publishing how we made our decisions. So it's not an assessment, but what ICANN is struggling with right now, on a smaller scale, we've done.

Brian Cote: Larry, did that answer the question?

Larry Strickling: Yes, thank you very much. Let me ask you though; it sounds like neither of those necessarily involved assessments of performance in the sense that you are creating new structures, and it was less an issue of kind of diagnosing where the problem was. Is that a fair statement, or not?

Matt Dowell: I don't think it's completely fair for the US engagement; we actually go through a constant, continual improvement review of all of our policies and procedures, and that involves looking outside, taking external stakeholders, getting their opinions, and also we benchmark ourselves against other similarly situated programs that we are aware of.

Larry Strickling: Is it fair to say that even in the case of that FCC project that as shortcomings are found, they are dealt with? It sounds like it is not exactly parallel to our situation, where there are these diagnoses that have gone on for several years, which have not led to changes; and trying to understand why that hasn't happened, it seems like that piece of it wasn't really present in your FCC work. Is that true?

Matt Dowell: I would love to tell you that no, it's not present. We find a problem, we deal with it. The reality of it is it's just not that simple. There are some problems that will always linger in an organization like that, where we're trying to satisfy 2500 different people; but what we did try to do is we did try to make sure that our processes and procedures, our decisions – or lack thereof – because a non-decision is still a decision, were made available to everyone.

So, yes, we struggled through some issues with not being able to change, not being about to change our performance, we struggled through some of the issues with making sure there was collaboration, making sure that there was complete collaboration, not only with the community, and this engagement's a little bit different, but also with the commercial operators who had to support the community, we unfortunately experience those growing pains too. As to why ICANN has gone through three or four different rounds of assessments and nothing has changed, I think that's the question that needs to be answered.

Brian Cute: We're at our time. Matt, thank you very much. The short time we gave you to respond, the tight schedule – in the 45 minutes you did a great job. I appreciate you coming all this way.

Matt Dowell: Thank you for inviting us. Thank you.

Brian Cute: Thank you. We're just waiting for one team member to return from a [biobreak]. We'd like to welcome Booz Allen and Hamilton to the ICANN Accountability and Transparency Review Team. Again, just to

restate the ground rules, we're going to go for 45 minutes, that's essentially 30 for presentation, 15 for Q & A, but people may interject as we go along. If you come to any areas that you deem them to be proprietary, please indicate that to us and we'll cut the recording. The balance of the presentation and the discussion will be made publicly available tomorrow. Without any further ado, if the Review Team members would introduce themselves, and then Don, if you'd take care of your teams introductions.

- Louie Lee: Hi. I'm Louie Lee and I am the Senior Network Architect at Equinix, and serving as the ASO Address Council Chair.
- Warren Adelman: I'm Warren Adelman; I'm President and COO of godaddy.com.
- Olivier Muron: I'm Olivier Muron; I work for France Telecom in Paris.
- Fabio Colasanti: Fabio Colasanti and I was, until recently with the European Commission.
- Willie Currie: Willie Currie with the Association for Progressive Communication.
- Cheryl Langdon-Orr: Cheryl Langdon-Orr, I'm the current chair of the At-Large Advisory Committee.
- Erick Iriarte: Erick Iriarte, and I am general manager of LACTLD, the Latin American Caribbean.
- Manal Ismail: Manal Ismail, I am representative of Egypt to the Governance and Advisory Committee of ICANN.
- Brian Cute: Brian Cute, Affilias.
- Becky Burr: Becky Burr, I'm a partner at Wilmer Hale in Washington, D.C., and a member of the CCNSO council.
- Larry Strickling: Larry Strickling, US Department of Commerce.
- Xinsheng Zhang: My name is Xinsheng Zhang from China, Ministry of Information Industry Technology.
- Brian Cute: And that's the team. Welcome, Don, and thank you for coming today.

Don Pressley: Thank you very much, Brian. My name is Don Pressley, Senior Vice President at Booz Allen and Hamilton, and we're very pleased to be here with you this afternoon to talk about the review process. We do have a short presentation to make, but we welcome questions at any time. We think that entering into a dialogue with you about our methodology would help you understand what we have in mind even faster than going through the slides, so we'll be happy to operate that way if that would work for you.

I lead our International Development and International Affairs practice at Booz Allen Hamilton. I was a Foreign Service officer at the State Department for 25 years before joining Booz Allen, and have been involved with reviews and assessments and validations of both commercial and government organizations for many years. I will ask my colleagues to introduce themselves as well, then we'll get into the presentation. First, Dave Sulek.

Dave Sulek: Good afternoon, I'm Dave Sulek. I've been at Booz Allen 18 years, predominantly focused in the US Government market, but often working at the intersection of public and private sectors, and I run our policy analysis group at Booz Allen.

Evelyn Hash. Hi. I'm Evelyn Hash; I've been with Booz Allen for six years, prior to that I worked in the private sector, but also working on internet policy issues. I've been working on internet policy issues for over 15 years, most recently supporting the US Federal Government in this area and also doing that early in my career for non-profits, so we're happy to be here, thanks for having us here today.

Don Pressley: Okay, if we could go to the next slide; we think there are three important things we'd like to leave you with today. One is that we're advocating a methodology that we call them hypothesis driven approach. We believe that this approach makes the most sense for this organization and this review and we will get to the details around that during our presentation. We believe this is a superior approach to benchmarking and will also explain that. We also believe that it takes senior experts to be involved with the study rather than turning it over to junior data crunchers, if you will. So we have proposed a team that might appear slightly more expensive than perhaps some of the others who will be presenting, but we believe there is a strong reason for that, and we're prepared to defend that approach. Next slide, just a brief overview of Booz Allen Hamilton.

---

Established in 1914, we were the original general management consulting firm. We are now a firm with turnover of \$5 billion turnover per year, we have over 23,000 employees, and we have done general management consulting work for all kinds of clients, both government, commercial, and non-profit – various organizations – and we bring to this task, I think, a depth of experience that really any other company would be hard to find. One of our key participants in the study if we are selected is a gentleman named Mike DeLouri. Mike was unable to join us today because he has a child graduating from high school, and we thought that was important, that he be there today, but he and Dave Sulek have worked closely together over the years, and Dave very well represents the methodology and approach that we're proposing today. So this hypothesis driven approach really depends on an understanding of the organization and the context and the mission of, in this case, ICANN. So it's not just looking at a broad sense of who else is out there, it really focuses on the content of ICANN, so I'd like Evelyn to explain to you a little bit of why we think we bring to bear that knowledge in a way that will be useful for purposes of this study. Evelyn?

Evelyn Hash:

Thanks, Don. Next slide please, and one more. Thanks. So we just wanted to start by doing a little bit of table setting. We wanted to let you know that we really know what the Review Team is facing here. We think this is a very, very important time for this Accountability and Transparency review to be done, we think it's a very important thing for ICANN to be taking this on. Some of the outside pressures that are impacting this; it's obviously the affirmation of commitments new environment for the organization, this first review is really going to set the stage for the other three to come, it's also going to set the stage for how the reviews that are supposed to happen periodically happen in the next several years; so we really think that ICANN and the Review Team want to get this right this first time, and we think that we can help you to do that. We also think it's an important time because of what ICANN has been through in the last several years. They've been through several reform processes, several review processes. Some of the reviews have been very good, some have given direction for the organization, but we feel that there's still been a lacking in seeing actual results come out of any of the reviews, and they hypothesis driven approach that we are talking about here, we think will really give lead to road back for the organization and really set them on the right track to achievable outcomes. So that being said, we also realize that this is not easy. This is a very, very complex unique organization; it's very hard to benchmark it against any other organization. You can look at



---

some models, a self-regulatory model, other international non-profits, but ICANN itself is very unique, and this also will impact the study. It really requires a team that understands ICANN itself, the context of that and what it is trying to accomplish, but also understand its methodology and how to perhaps work with an organization that is a little more unique than others. So some of the other challenges, again; benchmarking is difficult for ICANN, but you also have stakeholders that have competing interests, ICANN cannot be everything to everyone, so it needs to make decisions at different times, and it needs to weigh these interests. That makes it difficult in determining if they are being accountable and transparent. Also, just the complexity of the word governance itself. The stakeholders involved, it's a very broad swath, you have the public sector, you have private sector interests, and so just balancing that group; sometimes it can be very opaque, who is advocating for what, and so all of these things go into ICANN's decision making process, and we actually understand this, because we have worked within ICANN, we have been at the meetings, so we have an intimate view of what they are working with here. Next slide please, and actually one more. So the last slide, we just wanted to say, we basically restated the specific A and T review responsibilities that you have. We wanted to let you know that we do recognize that you have a narrow mission here, but we also just wanted to say – give a little bit of our perspective of how we see this as well – and again, we understand that, you know, we are here to support the Review Team, the independent consultant is basically an input into that. It's specifically looking at business processes, but we feel that you cannot do that. You cannot really understand if ICANN is doing a good job with Accountability and Transparency without tying that intimately to what its mission is. The three areas that we really found that ICANN must weigh and measure when making decisions; they relate to public interest, they relate to organizational sustainability, if ICANN makes a decision that leads to a bad decision legally or a competitive interest from another organization, these are not smart decisions for ICANN, so that needs to be weighed in its decision making as well. And finally, technical soundness and stability. In the end, that's what ICANN is here for. It's to keep the infrastructure working, inter-operable, open, stable, and that needs to really come into play for every single decision that it makes. Now it has to constantly balance these three different interests. And in terms of transparency, it's not about putting a lot of information out there, but it's about letting the stakeholders understand how ICANN is actually balancing these three interests. So we just wanted to put that out there. There have been lots of frameworks discussed about how ICANN does to accountability, its

decision making, but these were really the three areas that we wanted to focus on. Next slide.

- Larry Strickling: A question? You mentioned – has Booz done work for ICANN or is it more participation in the ICANN process?
- Evelyn Hash: Participation with our clients who also participate within the organization as stakeholders.
- Larry Strickling: Okay, thank you.
- Don Pressley: Actually, can you go back one? Thank you. I wanted to touch on a couple of things before I go to methodology which I think are important and shaped how we wrote this submission. These four points on the bottom, I didn't want to skip past those. One, one of the unique features of ICANN is it's reach. I think getting inclusiveness and diversity of viewpoint is a very important thing to get in this study, while it is around the governance processes itself of ICANN, and that is through the Board, through the GAC, etc., it is important to get the diversity of input, and we think it is particularly going out and reaching out to stakeholders beyond this network. I think, equally important for the Review Team itself it, we believe our process touches these last three things in a very key way. One is, when we produce findings, it's going to be easy for you to trace how we got there, versus seeing a checklist of things that we said someone did and someone didn't do. It'll have defensibility. We've done this hypothesis approach for many different types of organizations and ultimately I think that helps build credibility of the outcomes and results, which I think is really the most important part. What we focused on, how can we produce a report that for you is credible in the community? One of the things that we looked at when writing the response to the RFP was trying to differentiate between traditional benchmarking and our hypothesis driven approach. I'm going to focus in on kind of two key points, I think. The first is, the hypothesis driven approach is, by its nature a more iterative process. One of the things that we're very interested in is identifying ways that our review of process interconnects with what you all are doing. So I'll give you an example, one of the key things in our approach would be looking at performance indicators. Something that is important to you all as well. How do we make sure that those things are aligned as we go through the process? I think if you send a group off to benchmark, they tend to go off look at history of best practice, come back with an answer. I think our approach is more flexible and once again, we

engage with the Review Team on a regular basis. The second thing that's important is a traditional benchmarking approach tends to try and standardize, try and take away any features, so it tries to draw you to a normalized answer, I think ICANN is unique, and we want to draw out those unique features, and talk about the gray areas. It's not a binary choice, either you do something or you don't do something. It's shades of gray, and we think our approach will really touch on that. Next slide. This just basically shows our normal approach, what we've done through the years at Booz Allen, and how we've tailored it to this particular project. The only thing that I would note is we pulled out on the bottom part, step two, a little more discreetly, which is looking at leading practice assessment from other entities; that's not as embedded in our step three on the above chart, but we thought it was important to pull that out more discreetly for this project. Next slide. This talks about our timeline. A couple of key things. One, it all hinges on developing a good set of hypothesis at the start, we intend to do that within two weeks, three weeks – it hinges on coming up with leading practice indicators, a good way to think of this is: benchmarking tries to look a whole organization and a whole – why are you doing these types of things. One of the things we think is important is as you look through the performance indicators, say around communications, there may be instances where an organization has a leading practice around communication, but it may not be the benchmark standard, because it only does it in one niche area. One of our goals is to draw that out a little more, and so I'll use an example. It may not be a great example, but an example that might apply – would be maybe an organization like the Centers for Disease Control and Prevention has a way of communicating with external stakeholders. Could we learn something from that leading practice, and draw it in? It's not to say that the CDC would be a great benchmark for ICANN, it has many different issues and functions, but it may have a practice that is very applicable to what ICANN is trying to do, in dealing with the stakeholders. One of the things we tried to build into our schedule, you all originally had in the RFP two reviews, we kept those in at the same timelines, so we could be providing (inaudible 0:50:27) but we did extend out to a fifteen week timeline, we thought that was more reasonable to get things done that we need to get done. A particular, I'll show you on the next slide – this is what the product will actually start to look like. What you see on the left is what we call level charts, and what we would do for each (inaudible 0:50:50) I'll pick on communications again. Communications is an important part of Accountability and Transparency. We would start to list out the sub-processes associated with each of those areas, and start to map

where ICANN is today – processes are today. That's on this side of the chart – the other side of the chart shows where we think leading practice might take them, or areas we think they need to go. That reveals where the gaps are, and ultimately what will get produced out of this funnel off to the Review Team.

Larry Strickling: Could I ask a question?

Don Pressley: Certainly.

Larry Strickling: Could you explain just a bit more the hypothesis approach and how it would impact your work methodology, you contrasted it with kpi's, benchmarking, but from the actual meat and potatoes of going into ICANN and drawing out data, whatever tools – how does the hypothesis method impact the, I guess, data collection and other aspects of your work?

Don Pressley: In two ways, I think. One, we rely on three factors generally. One is existing materials, two, interview is a really important part of the process, is actually talking to people, because what we are trying to do is validate or invalidate a hypothesis from evidence – not with supposition, we're trying to draw real evidence out to say does this hypothesis – is it valid or invalid? If it's invalid, how do we refine and revise it?

I think the other thing that is of benefit is it narrows the data collection down, so we're – by picking the right hypothesis, you actually shorten the data collection process because you're focusing on what is really important versus just casting a net and trying to capture everything. I think sometimes in benchmarking, you don't know what you need when you start, so you push out a wide data collection effort, reams upon reams of data comes back, and 20% of it ends up being unnecessary from the onset. So I think our effort in a lot of ways actually streamlines the data collection process, assuming the hypotheses are correct.

Larry Strickling: Thank you. Becky?

Becky Burr: Do you have a hypothesis? I understand, I recognize it wouldn't be final, but a going in hypothesis?

Don Pressley: We've talked a lot about this. We could not that, and we – so the answer is no. But let me explain why it is no. Our efforts are going to feed into a

larger review process. So us developing something independently without knowing where you all, as a Review Team are going, could make us go back. We might come up with really good one; we might come up with a really bad one. I think our goal would be to iterate with you all in the first couple of weeks, and figure out what is the core hypothesis we are trying to test, and what are some of the sub-hypotheses that would drive data crunching? So I think our view is – you want to...

Evelyn Hash:                   Because we know that you're also doing your own data gathering, and so some of the things like the public questions that you put out there and things like that, we would actually like to consider some of that and work with the Review Team as we pull the hypothesis together. And we could, of course, come up with some right now, but we would prefer actually – we just think they would be much more informed if we wait and do that iterative process with the team to pull those together.

We actually do put some general hypothesis together in our proposal, we did – just, you know some of the very general ones are, does ICANN have the right capabilities in place to meet the decision – right needs of its stakeholders? So there's focus around business practices, but again, we didn't want to kind of get too far down the road without talking with the Review Team.

Brian Cute:                   Larry, did you have a -

Larry Strickling:           I want to tread carefully here. I respect your wanted to make sure the process is a fair process and is fully inclusive, at the same time what I'm hearing is that part of the competitive advantage Booz brings to this is senior attention to it – there is a record out there that is available to you, which you've studied, and I guess I don't want to let you all off the hook entirely- whether they are hypothesis or not, what would you think based on what you've seen so far? The areas of fruitful inquiry that ought to be focused on, and related to that, does your process allow us to assess equally the design of processes used inside the company as well as the performance of those processes including the skill sets of the people engaged in them?

Evelyn Hash:                   So let me just try to parse that a little bit. I mean, the areas that we see for this particular review that we would want to focus on are absolutely around the decision rates area of the organization. We think that is one area in terms of Accountability and Transparency there is a lot of

misunderstanding, there are questions related to whether the actual structure and the decision ranks of each of the components are balanced correctly to achieve what ICANN needs to achieve.

So there are things related to how the Board relates to the other constituencies and whether that is efficient to actually ensure that the decision making is being done properly and being responsive to those three areas that we had up there: the public interest, the ensuring - taking appraisal of the security and stability of the technology of the decision, you know the organizational sustainability issues, so those are some of the types of things we feel, just observing ICANN, being part, being within the process that we think are areas that need to be worked on.

Don Pressley: So my answer would be, the RFP has a core hypothesis in it, which is that ICANN is unique, and I think it is unique, but I think it also has to be tested in this sense. Can some of the classic corporate governance things that apply to any organization, be applied here, or are there unique areas that have to be extended beyond? So, to me, that is actually a hypothesis embedded in the actual RFP, and it's an assumption that I think is worth testing, because I think there are organizations out there that have processes that could be applied here. To your question about -

Brian Cute: Pardon, if you don't mind. Warren? Oh, I'm sorry. You're answering a question, I apologize. Finish your answer please, thank you.

Don Pressley: In terms of the performance versus – the second part of your question – we've done that so, we did some work for a 501C corporation with a mission that spanned across an industry, and the first question they asked us, a similar question from the Board was, are we doing from a process perspective what it is we need to be doing? And so we did that, and that led to two additional analyses very quickly. Analysis number one was a financial analysis, they had a financial model that was a subscriber model, they wanted to really explore is that a sustainable model? Is it a – what are the alternatives to that?

The second thing they were concerned about was given the needs of their community, did they have the right intrinsic skill sets in the organization to do the types of analyses, and this was a group that was looking at cyber-threat information, and they had a lot of operational people. What a lot of the constituency was asking for was strategic information, so one of our studies had to be what type of skill sets to they need to evolve to to meet

the changing needs of their members? I hope that addressed the question. So one built to the other...

Larry Strickling: I had a different question, but that seems like a far more traditional organization to look at. They had a set of subscribers giving them this much money, was this the right model and should they be looking at evolved – that seems like a much more straightforward kind of analysis to do than the very unique case that you’ve painted for ICANN, which is a very, very different beast.

You said that you’ve been involved with ICANN, you’ve been there at meetings, you’ve been there representing your clients, put this together and talking about decision rights, so in your view so far, either through sort of reading the materials that we had put together and what’s out there, do you see a case where there is a lack of defensibility of a decision that’s been made recently, within the ICANN forum?

Evelyn Hash: So are you asking specifically? Do I have an example?

Larry Strickling: Yes, I’m asking specifically – well, not you. There are three of you here so I’m willing to accept that it could be any one of you.

Evelyn Hash: You know, again, I don’t think that’s why we’re here, actually because we haven’t done the analysis yet. And so, I think one of the problems in ICANN is actually that there are a lot of assumptions being made out there, that they aren’t accountable and transparent, that they’ve perhaps put certain interests above other interests, and made poor decisions here and there. But really until we do the analysis and actually look at the interests that they’ve been balancing, I just don’t think we’re ready to make those judgments.

I think you can look at some things, like you know, the new GTLD process, did the – was that launched a little too quickly? Have they thought through all the ramifications? I think we’re pretty safe there saying ‘Yes, there were things they needed to think through’ before putting some of that out there, but again, because transparency has been an issue, it’s not even clear everything that went into that decision. So until we do the analysis I’m not comfortable making final judgments, but I think there are certainly things we could point to that make it seem that the balancing of interests may be off.

Larry Strickling: What has the, you've said that you have been participating in meetings for your own knowledge and for clients, so what's the bulk of that been focused on?

Evelyn Hash: Well actually the majority of the work, of Booz Allen's work within ICANN today is with, again, the United States Government. We specifically have been supporting the Department of Defense and their internet governance mission within the organization. It's not just ICANN focused, we support them in a very broad internet governance mission, but we also accompany them to ICANN meetings and help them to track the issues occurring there.

Male: I have a question. I want to focus again on the hypothesis model, because you're presenting us, interestingly, with a different choice of approach here, to the problem. If you look at the affirmation of commitments, you can boil it away in some ways to say you've got to look at a Board and the way they make decisions, you've got to look at how certain organs within this structure interact with each other, you've got to look at how the organization takes in inputs from the public, just three high level aspects. Are you saying that they hypothetical approach is the better approach for each of these different elements of the broader task, or are there elements of the broader task that you might actually revert to a more traditional approach?

Evelyn Hash: I don't think so. I think that the hypothesis driven approach is the right way for all of the factors, and the ones listed in the AOC for several reasons. One is timing, you know this is a very short process so the hypothesis driven review of ICANN lets you really zero in so you can target the data collection and get that done more quickly, so for that reason and also, again, just timing, and then the vast number of stakeholders that ICANN has, I mean, the hypothesis driven approach kind of helps you narrow your questions and what the feedback you are getting, so the analysis isn't as overwhelming either.

Male: Thank you.

Don Pressley: Next slide. (Inaudible 1:04:53) chart here, but we wanted to show this is what one actually looks like, and this is proprietary so...



Brian Cute: If you have materials that you deem to be proprietary please indicate that, we will stop the recording, and when you have moved on to non-proprietary materials we will begin recording again which will be made publicly available sometime after today. With that, we'll make introductions of the Review Team, and Dan if you will make introductions of yourself and your team.

[Review Team introductions]

Brian Cute: I apologize for the interjection, Dan. Feel free to start your presentation.

Dan Hays: Thank you very much for having us. As Brian said, my name is Dan Hays, I'm a partner with PRTM, based out of our office in Washington, D.C., I'm joined by my colleague and partner our of our London office, Amid Shaw, and we're really pleased to be here to meet with you today. We're going to try to go very quickly through the materials so we can have more interactive discussion, so I'll presume that everybody's had the opportunity to read through our proposal and can read the words that are on the pages, so I'll try not to read them back to you.

If we can go to the next page, just in terms of the objectives for our presentation, we want to start out just giving a quick overview of PRTM, I know that some of you may not be familiar with us; we have had a chance to work with a couple of the organizations represented here, but not many of you; although some of you may have encountered us in the past. We also just want to take a quick run through of our recommendations as far as the objectives and scope and key outcomes for this effort, and then walk through our approach as well as some of the mechanisms we think would be effective in meeting the needs of the A and T review.

Some things that given your relatively tight timeframe we think would help to meet the purposes, and then obviously we'll take questions, but we're happy to take questions long the way as well. I'd prefer to have this be a discussion. Right, if we can go to the next page, just a quick profile. I've been with PRTM for about twelve years now, background in the high tech industry previously at Intel and IBM, and actually have been involved in many technology standards, organizations and efforts over the years, though none probably as grand as the internet.

But some things like USB and such that have grown into global standards, and I hope to set the stage - in the interest of time, I'll introduce Amid

briefly. Amid joined PRTM a few years ago now, and has a long history of leadership in the high tech industry at both Ericsson as well as the GM association, and has a long history of working in both the technology industry as well as the technology standards and association that we think is quite relevant to the effort that ICANN has going on. So I'll lean on Amid along the way here to add some of his thoughts and perspectives as well as my own. Going to the next page, so we're going to breeze through these next few very quickly, but for those of you who aren't familiar with PRTM, we're a global management consulting firm with a particular focus on operational strategy and innovation.

We've been around for almost 35 years, just a few months short of 35 years now, and we're about 600 people worldwide spread across 19 offices. We focus exclusively on very technology and science and innovation driven industries. You won't find us working with hotels or things like that. It's just not our domain. Most of us are, as I've described myself, recovering engineers and scientists that have gone out and have MBA degrees or other business oriented degrees and really enjoy working with the fast-paced, very complex technology driven industries.

PRTM actually started out in the high tech and communications field that was the origin of the firm, it's still our largest practice at about 35 or 40% of our overall revenues. We work worldwide, and we like to pride ourselves on having a very seamlessly integrated worldwide partnership. Our philosophy is to bring the best to every engagement, regardless of location, and hopefully that will come across today as well.

Going on to the next page, one thing that is very different about PRTM from some of the other, quick frankly, very qualified consultancies you may hear from today, is we really focus on translating the vision and that strategy into how you operate. I think it is particularly relevant for this engagement because you wouldn't be doing the Accountability and Transparency review if it was just for the sake of doing a review.

You're doing it for the sake of improving the operation of ICANN, improving it to meet its purpose, and to identify opportunities to improve how things work. We firmly believe that, and we believe that our qualifications fit very strongly with that. If you go on to the next page, just to give you a sense of how PTRM views the world, we think about operational strategy kind of having four big buckets of elements, and as you can see, the management systems piece has a central element to it

which is governance and decision making and all the information that flows into that, so this is an area that we have a great amount of expertise in, arguably more expertise than anybody else out there, and we'll hopefully demonstrate some of that to you.

Next page, one idea that is very central to this, we have worked to codify a lot of our knowledge and understanding of best practice and benchmarks in a lot of different ways. We have a small benchmarking subsidiary called the performance measurement group, or PRG that actually benchmarks how different companies and different organizations perform functions and how those translate into the results that they receive.

So one of the elements that we benchmark is decision making and governance practices, so we actually have a very strong foundation to support the analysis, the assessment here. A lot of that, quite frankly, stems from work that started a little over 20 years ago in putting together a systematic methodology for how companies develop new products and services and roll things out, much like new standards are rolled out, and that, some of you may know is called PACE.

It's very well-known around the world, there are many books written about it, it's taught in lots of schools. We also have another body of work that we think is very relevant to this exercise, which is a set of practices around voice of customer. This is essentially how do you actually work with stakeholders and constituencies that you serve to understand what their needs are and what their perspectives are and bring those into the actions that you take and the products and services that you deliver?

We think that actually another key element that will support this effort. I won't take you through all the words on Page 9, but suffice it to say we have done a lot of work in this space. We have over 1200 projects where we have performed assessments of the governance and decision making models in place for combinations of public or private organizations. And these range from the very small to extremely large and extremely complex, ranging from very dynamic multi-faceted public sector institutions, to small start ups that are struggling to make it to the next level.

Lots of relevant examples and you can see the various ways that those tie into things. We'll go on to the next page, here, last page about us. I don't like to spend lots of time talking about us, but part of what we're aiming to

do in this effort is also acknowledge and align with the notion that ICANN needs to ensure that this has a global view to it, and although you saw in our proposal that the full time staffing for this would be very focused, and it would be a focused team to support this, there is also a very explicit piece in there that we wanted to highlight, which is bringing out a global perspective and if we need to go and do local language interviews with stakeholders in China or Japan or the Middle East or Africa or Latin America, or wherever it might be, to actually go and do that.

Because of our operating model, we actually have the flexibility to execute on that. So that's something that we want to bring to the table here as well. All right, now we're getting to the meat of things. So I think Page 12 will be no surprise to any of you. I think this is largely a restatement and in some cases a bit of rephrasing the things that are in your charter and the request for proposal that you issued.

Suffice it to say that we see that the real goal here is to see how ICANN is progressing toward the objective and the vision for decision making and particularly decision making that reflects the public interest. The five elements that were listed out are obviously integral to that, but no single one of them, we think, dominates here.

We see this being a need to look at the governance, the structural elements of it, and the representative elements of it, the processes that are used, the criteria that are used, as well as the sources of inputs and how those are taken in, assessed and incorporated. So we see those all being in here, I won't reiterate to you what you already know. Going to the next page, on Page 13 I think that, when we started to sit down and think about this effort, we took a step back and said, you know, what are the questions that we think the ATRTR is trying to answer?

And these are really the key ones, and I'll point out a couple of things that weren't in your RFP and maybe I'll ask if these feel like the right things. The first one is, who are the stakeholders that you are trying to serve? And how are they changing? We do see a tremendous amount of change. We perceive a tremendous amount of change in the ICANN stakeholders. New uses of the internet, lots of these little things in our pocket that are being connected and you know, new challenges that come along with that.

We also think there is a need to actually baseline, what are their concerns, what are they looking to understand? It wasn't clear to us that there was a

cohesive understanding of their expectations, around Accountability and Transparency and what they were seeking out of ICANN. I think another thing, it's not written on this page, but what are the evaluation criteria, if you will, that are used to actually drive decision making that are the lens that these things are focused through.

We see that – if you are going to measure your effectiveness, you have to know what effectiveness looks like. And we see that as being an important element to bring out as we go through this assessment. Let me pause there for a moment and just ask – do those pieces make sense, to sort of extend this from just a look at the process to also understanding the driver of the need?

Brian Cute: I think the answer, I think, in some form is we are most interested in your presentation in terms of the creativity you are bringing to this. The way you are looking to shape the exercise, so frankly I'm not going to give you 'that's spot on' or 'that's – you're absolutely taking the wrong turn'. We're really interested to hear the prism through which you look at ICANN as an organization, the prism through which you would then define and frame your work. So this is helpful, thank you.

Dan Hays: Okay, that's fair. So let's go on to the next page. We'll breeze through it. I won't spend time on it, suffice it to say we understand the timeline you've set out. While it's aggressive, we actually think that it's achievable. We did kind of a bottoms up view of this effort, it roughly fit with your timeline. I think if anything the start time might be particularly aggressive, but we think that the overall duration is about right, so we don't have any qualms with that.

I think one thing that we do believe in and we certainly hope that you can support is we'd like for this to be as interactive an exercise as possible with the team, recognizing that you're scattered all over the world, but we think that for this to be most valuable and most effective it would be actually would be helpful to have touch points along the way, particularly after these key deliverables, even if they are just via teleconference to go over some of the findings and the recommendations and make sure things are staying on course. So that's something we certainly would like to see. Going on to Page 15.

The next three pages just give some examples of ways we like to deliver this type of information. I know that many reports here are written in sort

of long prose, and I think we're glad to deliver that if that's the preferred mechanism, but we actually think that there are some very visual and graphical ways that you can represent some of the things we are likely to find out of this assessment. So the first progress report, we'd expect this not only to be an update on how things are going, in terms of collecting information, but also start to provide some insights into some of the preliminary findings and the observations that take place in the effort.

If you go on to the next page, you can see the second progress report, as you've outlined – this is not intended to be exhaustive, but merely representative – what we would seek to do here is actually assess the maturity level of the governance and decision making capabilities that ICANN has, and start to identify some of the specific improvement opportunities that come out of this, and we'll talk about the mechanisms for actually getting to that in just a minute, but we believe in starting with the end in mind.

You'll notice here and we'll talk about it in a minute, some visual depictions, one of the things we have in our tool kit to use are some maturity models and practices inventories that we would expect to be able to leverage for this effort, both to speed things up quite frankly, and meet the timeline, but also to actually provide a referencible set of 'this is where you are' 'this is where you could be' type of comparisons. So we would bring that in starting in the second progress report.

On Page 17, the final report would integrate all of that, so a set of findings, a set of recommendations where there were opportunities, and also, we believe very important, a road map for where you go from there. We believe that to do this, as I said earlier, and just to have a report come out of it, while that's a good outcome, it's not going to provide the greatest value for the organization and it's not going to have the greatest impact; so what we would aim to deliver is actually a set of prioritized recommendations that with some notion of sequencing and staging so we could at least provide you with a set of recommendations as to how they would be implemented, and in what sequence that would make sense.

Are there quick ones that can be had, are there some things that can take longer to implement, and what are some realistic time frames to achieve those? All right. Page 18. Just to round out the high level view, and then we'll get into some of the timeline. I think that out of this, we'll meet your primary need, obviously, which is deliver this assessment on time, on

schedule, with the results that you need; but we think also we can deliver a set of impactful recommendations that actually can be actionable for ICANN and for the Review Team to actually drive the implementation of.

We think that by doing that, it'll serve the purposes of both reinforcing ICANN's credibility and also improving the confidence of the stakeholders because you will have a clear view of how you're comparing against their needs, what actions need to be taken, and what's the road map to get there. So there'll be no dispute as to what the path is. We think that all of this will roll into your overall deadline, obviously to have your recommendations together by the end of the year. Now, we'll talk a little bit about the approach that we've outlined.

On Page 20, the overall approach is really in three phases, and we would expect that these would be things that would proceed some set of implementation activities, whether it was the design or adjustment of governance approaches, processes, whether it was some additional socialization, etc., but during this effort, we think there's a first phase which is really taking a close look at the current state of things, followed by a fairly quick gap analysis and how does that vary from best practice? How does that vary from the needs that are outlined by stakeholders? And then codifying that into some recommendations and an implementation plan.

Page 21 ties this into a timeline. I'll spend a little bit of time on this page. Per your original timeline in the RFP, we believe that if you were to start this at the end of June, you could meet the deadline right at the end of August to actually complete this exercise. The way that we would see doing this is in a few steps. First of all, we think there is a set of mobilization activities required to get some of the information together.

We know that a lot of this has already been captured, there have been some ongoing requests for feedback and input, and you probably have good set of starting point inputs – we would seek to capture those and understand them before we dove into trying to augment them. Parallel with that, we'd want to make sure we understood and gained access to the appropriate stakeholders.

So obviously, the Board and the GAC are important elements there, we would want to make sure we talk to both them as well as the staff that supports them so as to understand how they are operating and what kind of

practices are in use, and get the – the between the lines view. But I think also, some of the more valuable pieces may come from Steps 3 and 4; and this is really to look at the ways that ICANN is in taking information from the public and what kind of support ICANN is receiving for the decisions that it makes. In doing this and you see the colored underlay's here, there are a lot of different levers.

We don't believe in sort of single threaded approach to this type of assessment, and so for any one of these steps we would be looking to use multiple levers. I think for these stakeholder inputs, particularly on Step 3 and 4, the goal would be to interview and gather input from a representative set of stakeholders worldwide, and to make sure we have a balanced view of that, we would work with you to identify what type of stakeholders you would want to include in that.

We have some initial views as to potential sort of categories, if you will, but I think as we go through we want to balance it appropriately to make sure it was reflective of your understanding of ICANN's constituents. The other thing that we'd want to do as we go through this is actually go through and look at some of the processes and perhaps decompose some actual cases where there were decisions being made, starting at the identification of a need, looking at how input was taken, how it was understood, how that played into the decision making and any communication that followed after that.

We have a methodology we call process mapping, nothing really unique about the name, and I'll show you a little bit about that in a moment, but we would want to actually utilize that for at least a couple of these processes to really understand and provide some factual examples of how these things are operating in practice. The latter parts of this page, Steps 6 and 7, are really about taking all of these various inputs and synthesizing them. So understanding where are the gaps, understanding what are the factual examples of that, then aligning those with what would you recommend and how would you sequence them.

So we've talked through Page 22 for the most part, I think I won't read you all of the details on the page, I'm sure that it's fairly self-explanatory. But really, for each of these steps, we've got a very specific objective in mind, and in the proposal, as you saw, I haven't included it here, but for each of these we have a very specific set of tasks that we seek to undertake whether it's gathering information, whether it's interviewing stakeholders,



mapping processes, whatever it may be; but our - this is a methodology we have used many times, over 1200 different assessments that have looked at these types of governance practices, so a lot of good places to start from. The next three pages provide some examples of the starting points.

Brian Cute: Dan, are you moving into proprietary data, because there's a mention here on Page 23. I just wanted to check.

Dan Hays: Yes, we properly should silence this for a few moments. In terms for our recommended staffing for this project, we believe essentially this is about a 2.5 person project. I would lead this project personally, and would be supported by two full time PRTM staff, and we would work with ICANN and the ATRT to figure out what the mix was there in terms of were there specific geographic needs and etc., but as I said earlier, we also believe that we would want to draw from PRTM's global pool of resources on a point basis if we need to gather some local inputs from around the world.

We're prepared to do that, our model supports doing that – we've not proposed specific staff beyond myself for this project, just given it's timeframe and some of the uncertainty around that, but we have as I said earlier, very deep history in this space and fully a third of PRTM resources are smack dab in the middle of this industry, so we would have no problem staffing this. This is sort of a bread and butter type effort for us that we think we would be very well suited to.

Brian Cute: Let me go off the record for a moment.

Dan Hays: I'll make one other comment about the ecosystem piece. We understand that ICANN is operating in a very, very complex ecosystem, and that's actually someplace that PRTM really thrives. Our history has been really focused around bringing together different value chains and different pieces in a very holistic and integrated way. Part of the reason that we structure ourselves, and when we went through the introduction quickly, part of the reason that we structure ourselves around what we call global value chains, is to be able to sort of stitch together the pieces and make some linkages that other people aren't necessarily able to make. For example, in high tech, we have people who routinely will work across semi-conductors, network equipment, communication services, software, so that they can integrate their understandings of how the different companies across that value chain work together. We've done that in working with organizations like GMSA, organization like the CDG, there

was a group that we actually helped to form up, called the Inbuilding Wireless Alliance that was to bring together Public Safety, Homeland Security, the insurance industry, real estate companies, wireless communications companies, and software application providers, to try and figure out how do you create a business model for having better communications within buildings? So we really like to be in the middle of these very complex ecosystems and we think that actually fits very well with ICANN.

I'll just close and then open it up for questions on page 29, so we do think that PRTM is very well suited to work with you on this effort, and obviously I hope I am conveying that we're very excited about the opportunity. We do think that there's a great fit here. We believe that we bring very deep expertise, not only in just the sort of internet ecosystem side, but also knitting that together with governance best practices and just working with the high tech community and public and private organizations as well. We don't have to start from scratch, we're going to bring a lot of IT around, governance around, stakeholder input, and really around doing these type of process audits, if you will, to really make this very effective very quickly, and then finally I think just our approach is one we believe is well suited to this.

We focus, as I said at the outset, we focus on this connection between the strategy for the organization and how it operates and that's where we like to play. We're not here just to deliver reports. If this was just about a report, I don't think we would have responded. We really like to be hand on and get into the operational side of things, and the organizational side of things, and we believe that's what is really going to make this effort a success. I'll pause there, and I'm glad to take any questions.

Brian Cute: Great. Thank you Dan. Questions, Becky?

Becky Burr: Thank you. I'm struck by the references that you've provided, and the context in which they appear, which is really a sort of customer, delivering, communicating with customers, voice of customer that kind of interaction which is clearly one of the issues here, but in many ways ICANN is not in the same situation at all.

It is making commercial decisions that affect stakeholders in ways that people can walk away from the DW if they don't want to buy it, or the Sprint phone or whatever it is; it's not to say that they don't have

stakeholder groups that they care about, but they're not – they don't have a governmental or governing role in the same way, so how would that affect the way in which you would approach this?

Dan Hays:

That's a very good question. Quite frankly, just because of timing and it takes a little longer to get some of the government reference, we didn't include them, but we're glad to provide, if you want them, additional references from the government. We do a lot of work and particularly in the United States but in some other countries as well, with some of the large very complex organizations.

One I know I can talk about very publicly has been trying to help what's been a very dysfunctional US Department of Homeland Security figure out how to actually work across organizational boundaries, around information sharing and collaboration. They've spoken publicly about their work with us and the progress we have helped them to make. I am glad to provide them as a reference as well. I think ICANN is, we understand is a fairly unique entity.

There aren't a lot of organizations out there like it; I think in our experience some of the ones that would be closest would be some of these organizations we talked about, for example the CDMA development group. When that was stood up, it was stood up to set out a set of standards with an ultimate commercial purpose, but a set of standards to deploy a technology around the world and try and drive an ecosystem of semi-conductors, suppliers, of mobile device and network equipment suppliers, service providers, application providers. PRTM essentially set up that whole body and ran it for the first few years. In fact, a retired PRTM partner, Perry LaForge now is the executive director of the CDMA development group. Likewise, my colleague and me and tell you about some of his experiences in the space.

Amid Shaw:

I will just use an example just to answer the question. I was in the GSM Association; I transformed the governments, the equivalent of Accountability and Transparency there. Clearly, GMSA, like ICANN, is an enabling organization that serves not only the end consumer, but also an industrial set of constituencies who have stakes.

So the reality for the GMSA, and I think to answer your question, is I think we had to serve not only the end consumer, but also the industrial groups that were participating in the value chain, and getting that balance

---

right was at the core of it. Now ultimately the legitimacy of the GMSA was driven by their ability to serve their own interests, but the consensus and the ability to mobilize the ecosystem was driven by the service industrial constituencies, and getting that balance right and getting the participation to the governments was core to all of them. So I think that's effectively what we are doing. They were a consumer groups and there were governmental groups who served only a certain customer, and we are not doing that, but I think that's effectively what you asked. We just have to get the balance right between those two.

Becky Burr: That's clearly part of it, and as you know – I know very well how complicated at least the cross industry negotiations can be. Just for full disclosure, Amid and I worked together in an ICANN related context. But it's the sort of 'you have rights, you don't have rights' which I think is something that is part of a standard setting body, but it's not – but ICANN is not a standard setting body. Despite the fact that I swore that was the case for years.

Amid Shaw: And also, I don't play for that football team now, right? I'm not saying that you are equivalent; I'm just saying both are core central members of large ecosystems where both had roles, effectively, to drive much larger ecosystems. With issues of legitimacy and issues of accountability and issues of transparency, were fundamental to drive legitimacy, and adoption, and it's not trivial. I know all the steps that we've talked about are going to make sense, but the art of doing good government is to get the widest possible set of constituencies on Board to get the maximum amount of momentum, and that's equivalent.

Brian Cute: Larry?

Larry Strickling: Dan, as the project manager, what is your level of knowledge and experience with ICANN up until now. You yourself?

Dan Hays: I have not worked directly with ICANN. I have worked with many of its constituents, in the registry side, in the communications industry side, and in the network equipment side, but have not worked with ICANN.

Larry Strickling: And then I noticed the proposal that we got a week ago from you, on your background lists a lot of experience in various areas. It does not list governance as one, although today's program does list governance as your second level of expertise; so I'm not sure if something changed in the last

week in that regard, or – but I guess what I would be interested in knowing is how do you define governance and then secondly could you give me a project that you yourself have worked on that you think in the area of governance that you think would be the most instructive for the task that is in front of us for the current effort?

Dan Hays:

Absolutely. The reason it wasn't listed in that standard profile is we don't necessarily break out the governance as a separate practice. We think about governance as an element of pretty much everything that we do, so I've never listed it separately before the summary today, but I've done an awful lot of it. In terms of experience - so defining it, we view governance and I particularly view it as the set of decision making practices that are used and the criteria that go along with them, as well as the organizational overlay that goes along with that. I'll give you kind of PRTM's general governance philosophy.

We believe that good governance is actually a combination of collaborative but also very explicit in the way that it's done. There's a lot of governance that takes place that doesn't result in clear decisions or factually based decisions, so a big part of what we've done and a big part of the books and benchmarks that you see us publishing have really been on the premise of how do you make good governance in key operational processes. That's really what those things are all about.

You know, myself, an example; it's really tough to pick off one, because I've probably done dozens and dozens over the last twelve years that I've been at PRTM. One that I'll kind of reference was I was working back a few years ago, a client that I've worked on and off with probably for a decade now, with a multi-divisional global company to help them actually transform from – without disclosing too much – transform from being a company that was based on a dying technology into one that was moving into the digital age.

As part of that, they had about a dozen top level business units, others underneath that, that had a lot of difficult decisions to make about where they invested. What technologies, what products, what services, and they had to make those decisions and you think 'well, within one company, how hard could that be?' but the reality was you had people with ulterior motives, you had people who were not part of that division but were required to support it, and so we spent, I personally spent a year and a half and going around and just actually assessing and revising the governance

structures in all of their major business units, to actually reflect an integrated approach with clear decision making criteria, and a clear process that supported it, so they would know – when I come into this meeting, this is the decision I’m being asked to make, this is the basis on which I’m being asked to make the decision, this is the information I should expect to receive, and by the way, when I leave that room, there’s going to be no question as to the decision that was made.

We find a lot of times that there is a lot of ambiguity in decision making. Governance comes into lots of other places, it’s not always just about investment, it’s about making technology choices, it’s about running a business, so it can be about people; but I think that the same basic premises hold.

Larry Strickling: But it does seem like your definition of governance is a very broad one, or broader than the way it’s been used, but perhaps more specifically in the United States, focusing on the context of a private corporation meeting its judiciary duties to an identified set of stakeholders, and that sort of thing. It sounds like you’re using the term to apply to internal processes and just how well the corporation – just typical management consulting type work.

Dan Hays: Well, you know, when Brian and I spoke on the phone earlier this week, this was a question that we discussed. Was, you know, what was the team considering to be governance. Was it Board of Directors governance, which is what you hear about in the press, or was it really what I would term the operational governance of the organization and the decision making that happens on a routine basis. And I think where we came out, I hope I’m reflecting that – it was more of the latter, as opposed to the Board of Directors representing the shareholders kind of governance. Is that fair, Brian?

Brian Cote: Yes.

Dan Hays: So, to answer your question, yes. That’s how I’m defining it.

Brian Cote: Any other questions? Erick.

Erick Iriarte: How you will deal with our diversity of the members of the community of ICANN? We spoke in different language, we live in different regions, we have different cultural behavior, so how is your proposal to deal with that?

Dan Hays: I think there are sort of explicit ways and implicit ways; I think explicitly, we would seek to match the resources that we apply to the needs of the effort. If we need to have somebody go to Latin America who speaks the languages, we can go get somebody on our team who speaks Spanish and Portuguese and can go and do it. If we need to go to China and have discussions with Chinese companies, we can do that.

I can't profess that we speak every language and dialect in the world, we're not that big of a company but we are very diverse and quite frankly we will – we take great pride in really working on a very global basis. So you know, I myself have probably worked in a dozen different countries and have advised many others and I think that one of the things that PRTM does extraordinarily well is deal with different cultural sensitivities and different norms from different areas. It's tough. I won't say that we're always perfect, but it is something that we really do put a tremendous amount of focus on.

Brian Cute: We are at the hour so we have to curtail. Warren, one last question.

Dan Hays: One question, three parts.

Warren Adelman: I'll try to do this very quickly. I don't know if we should constrict ourselves to the second part of what you were talking about, in terms of Board governance. What we may have here is a situation where Board governance, the construct of the Board and it's relationship of the organization may in fact impede its ability to actually meet the needs of a bottom up multi-stakeholder organization, and we as a group, heard this in consultations with ICANN staff, where this all sort of boiled down to the threat of legal action, so we shouldn't kind of jump to the conclusion that that is , that is only the latter sort of operational activity that's a problem, although I'm not suggesting it isn't.

The second thing I just wanted quickly to touch on, Amid – you said that at GSM Association you dealt with these issues of transparency, the defensibility of positions, etc., I think we have a really complex organization here, and I wanted to hear, maybe we don't have the time in this particular session, what was a good example of a transparency issue that you faced at GSM and how is it applicable to some of the things we are facing here within the ICANN organization?

And then the third one, I think, I sort of connected to it. If you look at slide 17, and I know this is notional, sort of recommendations, but the challenge I have in seeing these illustrative examples of recommendations is they are very generic. Make sure we send out notices more thoroughly through the organization, etc., and we kind of continue to hear that from all of the presenting groups, and I think that all of you are missing some of the things that are not so self-evident in Accountability and Transparency, in fact I would argue that in many ways ICANN does a good job of being the affectations of Accountability and Transparency which includes putting out all of these press releases and notices in different languages and documentation.

That is not the crux of the issue here. There is a sort of science that – it's magic that takes place within a certain point within the decision making process that needs to be exposed, so I'm just a little concerned when I see these sorts of illustrative examples that may reflect a simplistic attitude toward what is transpiring here.

Dan Hays: That is not at all the intent, I'll tell you that much. This is purely, you know, in the week between the RFP and the deadline our attempt at putting together some views of how you would see the information. The information itself, it could be random keystrokes for all that it matters.

Amid Shaw: Just very quickly because I know we're short of time. One, it's not a Board issue at all. You can get Board approval in GMSA, I'm sure you can get Board approval in ICANN, and you've failed in your core mission of Accountability and Transparency and legitimacy, and you could get legal action and we face the same set of issues. So in fact sometimes the Board is the easiest test, not the hardest test, which is different from corporate life. Number two, on transparency.

Disclosure was not the only issue, which I think is really the crux of the issue. The GMSA also put everything out, there's a huge website, thousands of pages, but the most important things were buried so deep down that when somebody found out two years later – who the hell decided? When was it posted? How on earth, if I was on the other side of the fence, could I meaningfully run my life, reading all your documents? So even though it was all disclosed, the manner of disclosure was very poor, and the second thing is, the key decisions were taken in working committees for us, I'm sure it's very similar to you guys, and who was in



there, how do avoid capture of those, how was the decision taken, what were the criteria by which we were doing, how was it legitimate?

Who chose that guy as a chair? How do you stop that chair dominating that committee? Those were the things that people who criticized us day in and day out, and they go “well, I’m not surprised you took that decision. Because Johnny from Deustch Telecom, not France Telecom who’s in charge, right? And if it was somebody from Tripoli it would be a different damned decision and so who was where and giving people the opportunity to participate in a timely fashion, was what we needed to do, and that required engagement as well as disclosure, not legal.

You can meet transparency very easy, but our people were not comfortable, and certainly our decisions were not legitimate. I’m not sure they are completely yet, but they are a lot better. So those are a couple of the examples, and just your point, I believe that if you go through step 1, step 2, step 3, it all looks the same. I’ve been on your side of the fence. I was in industry before I came back to consulting two years ago, and I struggled with the same sort of things. But it’s the real – I wish we had more time – because I think it’s through debating real issues in which you understand that we truly understand the job.

Brian Cute: Gentlemen, thank you for your time.

Dan Hays: Thank you all for your time.

Brian Cute: There is a wireless if you want a stand, that’s what most people have been doing. Okay, Jonathan Zittrain. Welcome to ICANN’s Accountability and Transparency Review Team meeting in Brussels, and welcome also to Rob Pharis, joining us by video. We’re going to do a quick recitation again, the ground rules 45 minutes total; inclusive of q & a, any proprietary information, please flag that, we’ll stop the recording for anything that is proprietary, and if we can have the Review Team members introduce themselves, we’ll get started.

[Review Team introductions].

Brian Cute: The floor is yours.

Jonathan Zittrain: Well, thank you very much and good afternoon, what I imagine has been already a very long day with more to come. Rob, are you online Okay? Can you hear us and can we hear you?

Rob Faris: Yes, I'm fine. Thanks.

Jonathan Zittrain: Terrific. So I thought I would start by just giving you a little bit of background on The Berkman Center and our involvement and relationship with these issues and ICANN. I'm a co-founder of the Berkman Center, we started it in 1997, and among other issues we were very interested in what we have most recently learned to call internet governance. It was around 1997 that the contracts were up from the multi-year National Science Foundation originated funding for various network activities, and there was some sense that something should replace it, and the Berkman Center took a real interest in working on those sorts of things.

We are parked, originally at the Harvard Law School, now we're a University wide Center at Harvard with approximately about ten affiliated faculty members from around the University and others who go in and out as their interests dictate, and probably on the order of 30 or 40 fellows, some residential, some non-residential who contribute to our research in one way or another. Our research mission from the start includes standard academic publishing, but has had a real element of experimentation and immersion in internet issues, not simply standing back and writing about them.

As some people at this table may remember, back in the day – boy, how time has flown – if you can hit the next slide – we actually hosted the very first meeting of ICANN, when it was an interim/initial board. I actually went back on the ICANN site on the meeting archives, and meeting One says Singapore, Spring 1999; so this was meeting Zero in the Fall of 1998, and we helped from soup to nuts to facilitate that meeting, both literally with microphones, and doing substantive facilitation, and also on the technical side of things, which wasn't just running cables, although there was a good share of that as well, if you click to the next slide. I thought just for reminiscent sake, that was our setting up, I believe this is now about two years later, probably 2000 or so, to do support for the meeting maybe in Yokohama?

If you hit the next slide you'll see – there's the Yokohama meeting. I don't know if you had a relationship with the monitor industry, but we had all of

the documents up and available. As you can see, and probably know from your own attempts at documenting, sometimes it's a somewhat sparsely attended room in person, depending on the venue and the timing, but a lot of interest and activity around the world and online, and that's why for us, we saw it as not just a technical mission to wire up the thing, but to really think through architectures, in this case for synchronous purposes.

For how to get the mission out, about what's going on in one physical location to an audience and how to take back and get feedback so that you really do have a degree of transparency and immediate accountability potential for what's going on. If you hit the next slide – again just by way of work we've done with ICANN, a walk down memory lane, this was in 2000. In 2000 streaming video was pretty new. This was not your normal kind of thing to do.

We actually hosted the servers, we devised this entire system by which we could integrate a chat going on as the presentation was happening – remember Mike Roberts? Those were the days; and then have the agenda and all the documents at hand. Basically, the sort of thing that later become web aps and other mainstream corporate offered functionalities. If you hit the next slide – I have one more example. We could gather comments in real time from people.

There's actually a moderator window so they can be channeled to the floor, then an archive of everything could be kept, so that later people could go back and see what they may have been missing in the rush of things. If you hit the next slide, one more snapshot, this of a real time tool, so that in a fairly unmoderated fashion, you could actually have feedback coming back, and I just couldn't help but include this; if you go to the next slide you'll see. Ready? This is from ten years ago.

What's wrong with ICANN today? Well, there's no consensus. This could be today, the kinds of things that you hear. And there's an element of feeling a little bit depressed about that. It's like, well the more things change, the more they stay the same; but also a sense that here we are, ten years later, and the DNS is actually up and running, new TLDs have happened, and in a sense, failure for ICANN might have had no more ICANN or completely different structures, so there's some sense I think in which it's not just depressing to see the same issues coming up again and again, but all of us sharing a desire to make forward progress.

To incorporate lessons learned and see if there is some set of steps that we can realistically take to make the organization have an identity with which more people feel comfortable, excited, downright wanting to help. So if you move on to the next slide – that's just an updated version of the tool. In our own zone we've been updating these tools in response to how they've been deployed in different environments, we use them for teaching as well, so I'll teach 80 torts students using a tool like this to keep conversation flowing in different aspects.

Hit the next slide – the organization of ICANN, the literal way in which it is constructed, has evolved over time. This is one such snapshot at the time when it had an at-large membership. And there's another example of experimentation really trying to push hard to make it something the people can identify with. That's one experiment the circle got rid of after a while. This is one ICANN's critics, on the next slide, of what ICANN had become.

This is I think a caricature of a snapshot in time, but it can sure feel that way sometimes. One danger in another layered on process looking for Accountability and Transparency and all the things that everybody can agree we want, is that you'll find yet another independent review Board or stock in the Rube Goldberg machine of as a decision starts and as it goes out, that can make it just overly complicated. Kind of the way that too many warning stickers on a step ladder means that you don't read any of them.

So figuring out maybe even how to clear the brush a little bit, and make something that has a sort of elegance to it is one of, I think, the challenges we have. If you go to the next slide, it's probably worth pausing for a moment, and saying what is the core challenge that we're facing? That we are specifically trying to address with the group that's in this room? And we, of course, had read the RFP and that's a nice statement of what is being looked for, but if I had to summarize it in a larger frame, it's the fact, and it's alluded to in the RFP, that ICANN is a pseudo generous organization.

It's not private in the sense that it's not just some company, like a monopoly telephone provider, who is providing a service and then getting regulated by public entities; on the other hand, it's not public. It's not a governmental entity that is sovereign in the way that we think of a state or even an intergovernmental organization, say the UN, having some element

of sovereignty and jurisdiction to it. And from a kind of law professor standpoint, that is going to create both an interesting research agenda, that's why we might be interested in studying it, but of course, a number of problems in trying to make the organization as this hybrid not be the worst of both worlds.

Some of the shielding that you get when you are a private organization and you answer only to your shareholders or to your partners, combined with all of the process that often comes with often being a public organization within a jurisdiction that subscribes to the rule of law; that's a real tricky situation.

Trying to get to the bottom of that will include governance expertise, including corporate governance, non-profit governance, and within the ranks of the law school faculty we have people able to contribute on that front and kind of give a good inlet eye to that, and it also has elements of the technical because ICANN is in relationship to so many serious standard setting organizations, existing communities, and that favorite word of all of us, stakeholders.

That you can't just copy and paste from one other particular situation into this one. So figuring out, given that it is situated between the public and the private, how to combine the best of both rather than the worst of both, to me is the top level description of the challenge that is being faced here.

Brian Cute: Jonathan, question. Clearly deep history with ICANN going back to the beginning, what do you see as the fundamental change brought about by the affirmation of commitments, and how does that relate to this task?

Jonathan Zittrain: Well, it's both the dog that didn't bark, which is to say at least to my eye, and I should be clear: after total immersion in ICANN in its early days, I kind of had an auto-immune reaction and backed off, academically speaking, and that's why you haven't seen me at ICANN meetings, and I moved on to some other things, all of which still had elements of 'on the internet, are we capable of governing ourselves?'

And I've been studying various means of that. Maybe one way to think about this is a lot of the early critics of ICANN saw ICANN as the enemy, and said "We need, in this case, I guess the United States Department of Commerce to keep a firm hand on the tiller to prevent ICANN from getting out of control." I actually remember testifying at a Congressional

hearing – remember that Congressional hearing? “Is ICANN out of control?” was the question of the meeting, and I was waiting for the answer to be upside down on the back of the hearing guide, I don’t know, yes, no?

No was my answer at the time, but the criticism that evolved, to almost precisely the opposite. A fear driven by the sense that the internet is a shared global resource, the idea that you have a single government with a thumb on the scale that is running it is – that became the issue. A number of the original critics of ICANN were then saying “fight on ICANN. Who cares what the US Congress does about .xxx.

You’ve had your own lugubrious process which it seems to us you’ve approved it and now all of a sudden you’re backing off because something is happening in Washington, D.C.?” So when I think of the affirmation of commitments, what I see at first glance is an attempt to not go back to the drawing Board on how to manage names, numbers, addresses and other central coordinating functions of the internet.

We’re not just going to pretend nothing happened for the last ten years. But at the same time, recognize that for the thing to mature, administratively and rhetorically and in its identity, you don’t want it to be some organization and then the department of commerce and the U S Government in some way plays cop, as the stop valve.

So to me the affirmation of commitments is an attempt to make it truly global even as ICANN remains, technically on paper, a United States non-profit, but not have the US Government so centrally placed as the cop, when you say what comes next. Before moving on, I’m curious if others have views on that. I know we’re going to have a dialog eventually. Should I keep rolling or?

Brian Cute: Keep rolling.

Jonathan Zittrain: Keep rolling, they say. All right, so what do we actually propose to do? Well the timeline is shall we say, aggressive? This is meant to have at least a 20 to 30 page document that my hope would be that when you look at this document, one, you will learn something new, which is setting the bar extremely high given the people in this room. I want you to be able to look at this document and say “huh. I never thought about that this way, but you know what?

The people that drafted this aren't ignorant or crazy" so that's kind of the standard I would set for what we produce. It's easy to make, bullet points and arrows and this kind of thing, and we will have it in a format that has to be credible to multiple communities, but our effort is to really look at this and say, are there new ideas we can come up with to really improve how it's working? So it won't be just yet another report ancillary to a process, ancillary to something else, that can be looked at and Okay, that's fine, and on to the next report. So how do we do that?

Well, first we will have to be in touch with outsiders who are in relation to ICANN or have views about it so we can genuinely see what is going on with that, so that's sort of the phase 1, and phase 2, actually trying to get a sense of what those internal to ICANN are feeling about how things are going. It's not just what outsiders think about this monolithic seeming organization to them, but rather within the organization itself, when a particular decision comes down, what is the view about that decision?

Both the process by which it was reached and the actual policy outcome. How good was that outcome from the point of view of the people charged ultimately with implementing it. If you can go... and then ultimately what we will do is try to reconcile that stuff and then come up with both a taxonomy of decisions and a way of thinking through them and learning from them. You have a question?

Brian Cate:

Becky?

Becky Burr:

I just want to make sure I'm understanding in the second arrow there; a number of key decisions identified, is this sort of a case study approach? Identify some areas, and then look closely at those?

Jonathan Zittrain:

Within our tool kit, ours being the legal/academic toolkit that would be one of the major threats but not the only one; there's social science tools and others as well, there's this idea of the case method. We very much want this to be driven by a case specific tenor, so that we can actually identify some of the decisions that have generated the most friction, the most questions, controversial. Look through and do a little bit of mapping of how that unfolded.

By looking at how each one might be improved, we have a sense of concreteness to what we are doing, so we are not lost in the ivory tower

and just thinking through academically and then do what – going back to a first year torts class in law school, what one would hope to do is – take those cases and then be able to generalize so that we aren't just saying, "well, in this case, this is what should have happened", but rather as we look at five or six different instances, here are the patterns that start to emerge, and there are some things we can try differently that might bear on each of these cases that would otherwise be different.

That's why we break up the decisions into just sort of these three rough areas. Foundational are decision for which critique and controversy arises because people simply reject the whole situation. They reject the legitimacy of ICANN, they only want to go back to the drawing board, and it would be helpful to be able to pull that out and identify that and say "Okay. This is where a particular set of audiences is at on that" and then other, just procedural and substantive.

Looking at ways in sometimes substantive objections are couched in procedural terms, sometimes procedural objections end up being substantive, and trying to figure out the right balance between the two. If the right balance is substantive, you can add all the process you want, but if it doesn't change it won't satisfy that particular constituency.

Brian Cute: Erick?

Erick Iriarte: I saw in the phase 2 video interviews with ICANN representatives, you are thinking as a holder from the friends or organization, in the staff, in the Board?

Jonathan Zittrain: Well, this gets back to the hybrid situation. It's like, who's an insider and who's an outsider when you look at this? So I wouldn't want to be too precious about maintaining the distinction, but given the hybrid nature of the organization it's going to be blurry. But roughly, when I think of different stakeholders in phase 1, we're talking about those whose lives are affected by the decisions, the ones who labor under them. Whether it's a GTLD applicant or someone like that, or you know, that standard – Joe, Jane, internet user out there who has some bearing on.

Erick Iriarte: One of the principle characteristics of ICANN is cultural diversity. What is your approach to that? It is not possible to interview everybody in English, because not everyone speaks English. Sometimes it is more easy



try to get in touch with the people in the same language, and especially for cultural diversity. What is your approach for that?

Jonathan Zittrain: That is very true. What we have so far is money in the budget for translators and for translation tools, and specific analysis in French, Spanish, and German in addition to English. Now, that is more diverse than English alone, but obviously still concentrated within one area. And for the other areas, just given the aggressiveness of the timeline, and the actual language skills we have within our stable, we are going to rely on what the equivalent, I don't know if you've heard this phrase before, but when they talk about bridge bloggers, in the blogosphere, people who straddle two zones, somebody who might be within the Singaporean blogosphere but also maintains a blog to the rest of the world with a lot of activity.

And so we would, by analogy, be looking for some of those bridge bloggers, and with ICANN itself, there are organizations including the at-large advisory apparatus that are designed to try to do exactly – to get at this problem, of the catch all. When you are trying to represent every potential internet user, the problem too that the membership was originally geared to try to solve, how do you get all those voices at the table? So I don't know that, put it this way. If we could solve that, whatever we did is what ICANN should be doing.

Well, we have so far money in the budget for translators, for translation tools and specific analysis in French, Spanish and German in addition to English and that is more diverse than English alone that obviously still concentrated within one area and for the other area just give the aggressiveness of the time line and the actual language skill we have still not stable we are going to rely on the equivalent before about the bridge about bloggers in the blogosphere, people who startle to zone, somebody who might be within Singaporean blogosphere but maintains the blog to the rest of the globe with a lot of activity.

So we would by analogy will be looking for those bridge bloggers and of course with the ICANN itself there are organizations including the outage advisory apparatus, there are designs that try to do the exactly to get out of this problem of the catchall when you are trying to represent potential internet user, the problem is that the number of internet user will get the engine will gear and try to solve, how do you get all voices on the table. So if we can solve that whatever we did is what we should be doing, what

I should be doing. But we will be able I think get enough of spread, we are going to send some of the issues, of course will look in some ways where appliers and controversy have been, but different constituencies have stepped forward and maybe there is a catchall of the silent constituency, the one that you would expect from the happened and that would lead us to the kinds of conversations you want to have with the external parties.

[Rudi]: Larry, I think there is a question head here but I think you meekly among you referred from this process understands the tension around the whole ICANN structure and I think that is very helpful. At the same time I am little concerned that at one extreme we have your partner and colleague Mr. Paul free who is of course written in the past that ICANN is a historical accident after result of clear planning, it is unsustainable somewhere democracy, in fact it is a case study in organizational soft destruction.

Jonathan Zittrain: I have to interrupt you I have supervised this third year written work of IR when he was a student, and he wrote some of the packet of politics, I don't think this is helping in the case!

Larry Strickling: No, I think there is a benefit of having that prospective but I am also little concerned that is the structural issue going to so dominate the review that it in fact gets on the way or maybe there is no hope for us here too, which could I suppose be a conclusion as well as I am just trying to figure out how all these plan will come in process but up till now they were part of out going back and forth with Canada it has been.

Okay, well we know you can look at the design but can you really understand the performance? Can you really understand the skill sets and all that? You are adding a third dimension to that, we haven't really heard from other people I just want the sense from you how is that going to effect the process and itself dominate the we end up with something that at the end of the day it is academically very interesting but really doesn't help us.

Jonathan Zittrain: I think it would be a dissatisfying outcome to us and I suppose to everyone else as well, if after the study the report said and so many would go home, it is time to just pack it up and that is why as I think about both what we wanted to produce and what we generated in the past including engagement which ICANN have done at the level of connecting cables as part of the general experiment with the hypothesis behind the governance,

accountability, transparency and accessibility. As I think about that I see us very much willing to engage with reality as it is and it means we are talking and involving both external stake holders including external expedite as we call them external versus internal, and ICANN, staff, board, present and past looking for who have served and how to use from different eras.

I think that shows our willingness to take reality as it is and say alright here is something you could do, now none of us and I would easily include John Paulfree, my good colleague and former student in university, none of us have come up and pulled the plug and our own studies of this looking out, we don't have some normative commitment that means we are jacked in theory to the concept of an ICANN which would then color everything we did have that. We just happen to believe that and in absence we are able to sit down when all asleep where to study with the desired habit being useful.

Larry Strickling: To that would you start focusing on some of the more traditional design and process, performential process, I was struck by the fact that you hadn't put forward in the original proposal bringing in true corporate governance expertise into the process and does that reflect the original sense of the scope of this and if it did are you willing to kind of repent and see a value of some kind of expertise being the part of the project itself, what would you propose to do?

Jonathan Zittrain: Well, absolutely I think that is the part of the core expertise with the birth and onset of origin and locus at Harvard law school, and we have got deep bench of corporate law and governance experts Venn Ian Franklin, Alan Ferro and Johan Subramanian.

Larry Strickling: Have you spoken to any of them?

Jonathan Zittrain: We would be delighted to, can I wait for the time commitment in summer, I cannot but I can say to an extent there will be major principles of stake, we will have some opportunity to connect with them and reflect their expertise and wisdom if they can offer it with this. We can certainly see as a question of good governance mechanisms but also wanting to be able to offer something to begin with, if not be able to put a template just be plugged in from text book on good governance and that things. What you think? We have already good expertise in corporate council can be helping with others.

[Leite]: Would you also see bringing people from business school?

Jonathan Zittrain: Well, it is interesting, Johan Subramanian again I cannot be speaking to him at this point, in my senses I have been thinking it through, he has been appointed, so he has been bridge blogger to HPS and it would be great to get them involved as well. The aggressive timeframe is goanna challenge us on that front but I would welcome it and love to make it happen and it may be that depending on the timeframe we are deciding, we can give you firm up and down or within a very short period who might be from that bench formally be informed.

If you go to the next slide I think one more breakout of the methodology we don't have to dwell on for too long, just a little bit more on what we are wanting to do and we are thinking of the models here and we look at it certainly looking out of law and also from some of the social science expertise we have recruited who has gone as a four university centre rather than just at the law school. John Paulfree and Chris Grosser who is the current executive director at the Berkman centre just trying to study online aggression which includes this kind of models drawn from interviews with representatives groups looking into see along a spectrum to be able to taxonomite and say what is going online?

Here is the people who think is the big deal but here is the fact that the less of one, here is the stuff that hasn't been noticed and here is here is a possible model for dealing with it and we definitely have a corporate governance in mind as the domain area here. We will just go on to the next slide. As I said time mine is extremely quick, I mean we are looking into mid July that is right around the corner so we are kind of put all our hands on that to try to do this to try to kind of the war room atmosphere to see what we can produce by at the end of the northern hemisphere summer.

We just move on to the next slide. I think this might be the last one, a little bit about our background which I may have already covered in the introduction. There is time clock is up there, a lot of you want to go, probably up there is the first bullet point, I didn't include my auto call ICANN between public and the private from again probably six or seven years ago and Jack Goldsmith who is a star new member of our group who was the head of the office of legal counsel at the US department of justice which is inside the US government lawyers, lawyer, he has been involved

in some of the, you may know, expert work involving ICANN and some of the top level domains involving in such.

So he has been sucked into the vortex and we have been looking to get him involve him in taking a nice step back and invoice of his academic expertise on that. So I think that might be last slide in the deck. Let us see what happens, it is, it is not a bonus slide. So shall we see if there is more? Yes, isn't it, it is a happily send lock. You can secretly recycle them in the next meeting?

Olivier Muron: Are you going to be involved in the project?

Jonathan Zittrain: That is true, and this I guess, I didn't think that I would offer off the record, after record what was insider or part of it or may be just a moment

[Rudi]: Hi, I am wondering how soon you will be able to get commitments from the other folks that you need their resources for?

Jonathan Zittrain: It might not include my corporate governance in particular corporate governance bench; roughly, let us see today is Friday, what if we could explore this by next Wednesday? Will that be too late? Well, we do have a six hour jump on east coast of United States, Rob are you getting a sense of mission for the rest of the morning today?

I will talk to you about this offline. Which is correct Alan Ferro, is the person I had in my mind? So we will aggressively move with them because it also may have some budgetary implication too. So we will aim to get back to this group by close of business day Eastern Time with either not looking great still looking to hear stayed tuned or wow! We got to contact somebody and this is what we got. That is what is good as we can offer.

[Rudi]: That is appreciated thank you.

Warren Adelman: I think everybody appreciated the animated presentation and lovable history they have, my question is, depending on numbers they have over the years on the subject of ICANN governance, transparency and accountability why would a study be different and why will it not suffer the same fate of some of the preceding work that has been done?

Jonathan Zittrain: One answer is we really hope that under our roof and one click away through the multi facet connections demonstrated by Perthman over the years, including our global voices project by which we are not bought a typical ivory tower, or thinner networks, I mean that is what I think of projects of global voices that has got people blogging around the world in the shown same power which does incorporate a lot of distributive expertise.

Under our roof we have got some extremely smart people. We are not on monopoly for smartness, smart people out there, but this gets back to Larry's point and question which is I think we have both expertise and immersion with organization and its origins, it means we are not going to spend a bunch of time exactly, we are not so connected to it that we cannot see the forest over the trees. We have the freedom to kind of make suggestion we want and have it been the suggestion we make and people pair to argue for it and stand behind it as a good idea.

Well, we have the idea at least to try, but we are not so ideologically driven that we have some set of consistent thing we just can't stand about ICANN and somehow we are going to express those things. We really view it with the best of the academic inspired mindset, which is to be able to hold something really behold it in a clear way and then go over data leads and arguments lead not to just make it some vehicle for our prior you want something.

Larry Strickling: Amazing, we have to do something as a group is looking at the discussion of diagnostic forearm findings, sort of take these findings and turn it into prescriptive guidelines. So that to me is one of the most important, so how do we translate what findings do exist.

Jonathan Zittrain: With that the part I personally and most eager to see happen. If we just produce to report just another because we have done these surveys before. Here is another survey boy people are really upset about the following 27 things and there I am with you and we would not be a part through organization where you commission and do a study and say wow! You are under the phase two intellectual phase.

So we see the importance of being methodical about capturing different voices and particular internal silence. That side I really as we do this case study making sure we have model these cases and the witness they need so that we are not misrepresenting them and you can draw a lessons from

them. But then when you say draw a lessons from them that is going to be the prescriptive part, that is where you have to offer something we haven't conversant part of around this table. If I could tell you know what I could be now but my hope would be to immediately start to have success is what we are going to do? That is what I want to do.

Brian Cute: Jonathan, thank you. Rob welcome to ICANN's Accountability and transparency Review Team. Thank you again for on so short notice coming to represent to us. The ground rule for recording is 45 minutes for Q & A and if there is any propriety material for presentation please let us know. We are recording the presentation; we will stop the recording and come back to recording when you are done for any points or any information. With that let us introduce the Review Team and let us get started.

Louie Lee: Hi, I am Louie Lee, I am the CNO at work Architeck, serving as the chair of the ICANN, ISO at this council.

Warren Adelman: I am Warren Adelman, President Chief Editing Officer of GoDaddy.com.

Olivier Muron: Olivier Muron, Paris.

Fabio Colasanti: Fabio Colasanti, recently with European commission.

Willie Currie: Carlton Samuels associated with the progressive communication.

Cheryl Langdon-Orr: Cheryl Langdon-Orr, I am the chairman of the ALAC Advisory Committee.

Erick Iriarte Ahon: Erick Iriarte Ahon, LACTD

Manal Ismail: Manal Ismail, Egypt's GAC representative.

Brian Cute, Affilias: Brian Cute Affilias

Becky Burr: Becky Burr, CCNSO council.

Larry Strickling: Larry Strickling, US Department of Commerce.

Xinsheng Zhang: My name is James Sheng. I came from China and I work for Government for information technology. Thank you very much for the introduction

and thanks for flexible with meeting with me. 5.30 on a Friday evening, I am sure you would like to be doing other things.

Rob Lloyd:

My name is Rob Lloyd and Project Manager at Valmont Trust. There is a few things I would like to present to you today. First one is where is Valmont Trust, who we are? Where we are coming from? Why us? Why should we be doing the counseling ability review? The conceptual framework that we use, the methodology that we use, the data collection process, and then I will also touch upon the proposed work plan. So who are we?

The Valmont Trust UK based company that conducts research, consultancy and capacity building on issues of governance and accountability. It is an old organization set up in 1945 at the time when the UN system was being formed and we were set up to conduct research into what it means as citizens to have these global organizations emerging. We have three streams to work the trust: one is on the accountability of organization, the other one is on the international law and regulations and the third one is specifically looking at engaging citizens in policy making, so why we see to the Accountability and Transparency review. I think there are two main reasons.

The first one is we are leading experts on assessing accountability of organization. we have done a number of consultancies for the likes of the international monetary fund, Oxfam, Care international, ESA and transparency international and looking at their accountability, assessing their accountability, identifying strengths, identifying weaknesses, making recommendations for improvement, we have well established expertise in these areas. We also have the global accountability report in the global accountability framework I widely credited for making accountability the concept of accountability more practical, more operational.

The second reason, as we have experienced having accountability structures. Many of you will know we conducted a study in 2007 which reviewed accountability in transparency with in ICANN. So now we have an understanding about the unique accountability of the challenges the ICANN faces given it very diverse stake hold to community and I think we are well placed on those findings, the findings from the 2007 review. In terms of our conceptual frame work, how we would approach the review.



Our starting point would be this definition of accountability, this is how we understand it, it is the process through which an organization makes an commitment to respond to and balance the needs of its stake holders in its decision making process and activities, until livid the commitment and I would like to highlight the word balance because it is so important to accountability so it how you balance and needs of different stake holders.

So this would be our starting point, and then we would use the length of global accountability with the frame work similar what we did in 2007 and this breaks up accountability into four dimensions, Transparency, participation, evaluation and compliance in response: Transparency, sharing of information; Participation, how you engage with the stake holders, what levels; evaluation, how you set goals, monitor your performance against them, evaluate periodically and feed that back into the decision making historical and then compliance in response, being about having mechanism in place through which you can receive, investigate and respond to negative feedback. So that is one part of the conceptual framework.

The other part is these three components here. So you have got principles of accountability, transparency, participation, evaluation and compliance in response and how do you embed them in evaluation of organization. We think that needs to happen in three core areas: capabilities, practice and sculpture. Capabilities are about the structure, the mechanisms, the processes, and the hardware of the accountability what you can see? What you can touch? And they are important but alone they are not enough.

Mostly you need to have these components as well, culture and practices as well. An organization needs to be putting these processes, its mechanisms into practices and what we see is the key lynch pin if you will in that is culture, attitudes, values, beliefs of staffs or whatever stakeholders were involved in the organization need to see the value of accountability and they need to exhibit appropriate behaviors, need to model appropriate models and appropriate attitudes because you could design very, very good consultation process that meets many principles of good practice pays that looks fantastic.

But unless those who are implementing that process really see the value in engagement and see the value of listening and responding to stake holders. It is not going to have its desired effect. This is a really important component. Could I ask how would do that? In 2007 when you looked at

the culture question the recommendation at that time was mainly the code of conduct and name will be important first step but that doesn't get away with you just with the people really walk the walk as well as talk the talks. So how would you assess that? I am just coming on to that.

Just going to the next slide, in 2007, this is what we looked at we looked at mechanisms, we did a mapping of mechanism and we provided recommendations for how those mechanisms and processes could be improved and we touched a little on practice. In 2010 we need to take this helping picture, we need to look at each components and I think the case study approach that we are proposing, I will talk about that in the moment, that is going to allow to do that, hopefully I am going to address that question.

Taking this more holistic, comprehensive approach, allow us to move to just a broader testament of structures and look how Accountability and Transparency is being put into practice and how stake holder interests are being balanced and managed in decision making. This stake of assessment have limited scope of enquiry, I think where we struggled in 2007 was we were trying ICANN like organizations and as you would know with many parts and you have a limited amount of time when you do these reviews, very difficult to get a very deep sense of accountability when you try to cover the entire organization.

And then if you want to generate insides into accountability there should be a scope which is more limited, needs be more focused because account taker have a broad brush accountable is ICANN and we need to focus in and that is why you are suggesting this case study approach and what we suggesting is that we identified three processes and these could be policy development process, it could be an administrative process, as like the development of the operational strategic plan or any decision making process.

I think we would need to talk to you to get a sense of which one would be most interesting things to look at and within each case study we would explore this question of what extent the ICANN's commitments were Accountability and Transparency implemented. And how would interest of different stake holders would balance and re-consult during the decision make process. And in potential what it would look at practice, if we take that GNSO developmental policy process it is very detailed, its bylaws,

mapping every step in the process raising an issue, correction of issue, report, invitation of the policy development process and so on.

What we would look at is trying to see who the stake holder would be involved in this process? What stage is paying it? What are their interests? Did they have sufficient information about the process to engage effectively? Were their interests were reflected in the decisions made? How did ICANN start to cleanse the process? How did they come to the decision? How did they come to the decision they

How did the mechanism could be processes? And we touched a little on practice. In 2010 we need to take this whole picture, we need to look at each of these component and I think the case study approach that we are proposing which we are talking about in the moment is going to allow us to do that. So hopefully I am going to address those questions. Taking this more holistic and comprehensive approach will allow us to move beyond just the broad assessment of approaches and look how Accountability and Transparency is being to put into practice and how stakeholder interests are being balanced in decision making.

This type of assessment is requires a more limited scope of enquiry, I think where we struggled in 2007 was with ICANN s like complex organizations as you would know has many parts and you have a limited amount of time and give these reviews, it is very difficult to get a very a deep sense of accountability when you are trying to cover the entire organization and I think if you want to generate new insides into accountability with this review the scope needs to be more limited to the needs to be more focused, we can't take a broad brush for how accountable is ICANN?

I think we need to focus in and that is why we were suggesting this case study approach and what we are suggesting is we identified three processes and these could be policy development processes, it could be a administrative process for the development of the organizational strategic plan or any organizational making process. I think we would need to talk to you to get a sense of which ones would be most interesting thing to look at and within each case study we would explore this question of to what extent would ICANN commitments to accountability through transparency implemented and how will the interest of different stakeholders balance and re-consult during the decision making process.

In terms of what that potentially would that look like in practice? If we take that GNSO policy development process it is very detailed, the by map every step in the process, raising an issue, co-relation of the issue, invitation of the policy development process and so on. What we would look at is trying to save who will the stakeholders be involved in this process? At what stage will they be engaged? What will their interests? Did they have sufficient information about the process to engage effectively?

Will their decisions reflected in the page? How did ICANN staff influence the process? How did the counsel come to the decision? How did the fact depend on the by law? How did the Board reach the final decision? What factors were involved in the decision? Was the rationale communicated clearly, staidly? This is the detail we never went into in 2007 review because we were trying to review the whole of ICANN all of it different components. What we are suggesting here is let's focus in on three processes and let's look them in real path.

Fabio Colasanti: Does this process starting with 2007 work and building on that and if so can we talk about that bench marking traces with those 2007 reviews and whether you think those are adequate benchmarking?

Rob Lloyd: The bench markings in the organization look real.

Fabio Colasanti: Benchmarking in organizations largely UN marked based, the kind of organization that ICANN is.

Rob Lloyd: I think the benchmark should be built on what we did in 2007 and it should provide a context for what review we do. But as I said this study which is been going in a lot more detail is around three specific processes and I wouldn't see this study really being about bench marking with any other organization, I take your point that some of the situation we bench marked in ICANN in 2007 were your more conventional, reliable institution and perhaps we should have had some other stake holder in this issue.

Fabio Colasanti: I am not saying there is something else necessarily that would have been a closer fit, I would just have been saying, all want to make sure is that what we talk about is to the extent we look at the next step, it at least analogies or deals with the fact that accountability, what kind of accountability you

owe depends on what your role is and ICANN role is different in different context.

Larry Strickling: Do you have a view having read 2007 report as to whether or not ICANN had successfully adhered to some of the recommendation or has not and the situation has been exacerbated or not. At first question, any sense of view there? Second question is affirmation of commitment having reviewed that is one impact is that having reviewed that in your work potentially?

Rob Lloyd: The first question I wouldn't able to get it, the ICANN would be whether or not have been implementing these in terms of affirmation of confirmations.

Larry Strickling: I am not sure.

Rob Lloyd: Thank you. Next slide, so in terms of output we would have detailed assessments of how Accountability and Transparency worked in practice in three specific instances. And through a comparative analysis of these case studies we get insides into the types of practices, incentives and behaviors which report to hinder Accountability and Transparency in ICANN. So in this sense the conclusions that we would be able to draw from a case study approach would be more limited, I think the level of detail which would go into and the insides that we would get from just three case studies would be invaluable to ICANN and we are really trying to improve the agenda forward with a new organization.

In terms of selecting the case study, the methods will be important and the selection of the case study will be important and the three issues we should consider. The first one, could be try and have a positive case study, could we try and find instance where there seems to be agreement within ICANN, the process was implemented in an accountable way and could be tried and understand what was it that works so well in that instance?

If I think that might give a sense of what could be replicated in the future, then also look at an example of a process where their seems to be agreement with what wasn't done particularly accountably and try and understand what was the barriers that hindered accountability being realized? And I think the survey that you are currently got out on Accountability and Transparency could feed really well into the selection of case studies.

Larry Strickling: I was reading through the questions and you are asking the question that when hasn't accountability worked? When hasn't transparency worked? Can you give us a concrete example I think you know, if similar example popped up in surveys response would help in term of case study selection and it also could be interesting to look at different types of process. So the operational process is important may be the administrative ones, because it might show the accountability challenges shapes somehow by the nature of the issues probably will be more politically the issue that more heated way around it.

Rob Lloyd: In terms of data collection process what would we propose for each case study is first an index review and implementation associated with the process then in collaboration with ICANN staff try and map out all the stake holders that are involved in the process and try a map out what their different interests were and that is going to create a complex picture, I think the benefit of taking this report is going to show the complexity and compatibility in the context of ICANN then what would we want to try and unpack the value of use and attitude issues is rather than doing the face to face up, rather than doing the telephone interviews we actually would like to go to ICANN and do some face to face index interviewing.

I really get a feeling of sense that how your organization works because you can do as many interview as you want over the phone but you are not going to get that sense when you are actually in the building, so we propose to do the face to face interviews with the ICANN staff and if possible with the Board members. Telephone interview with stamp of stake holders involved in the process if it is possible do face to face interview, we will do that as well. From this we then build a detailed narrative indicating how the policy folders unfolded, how the decision making processes unfolded, how transparency and accountability processes implemented and how stakeholders interests were balanced and managed throughout the process.

Having done with the case study we will have a comparative analysis of them to tour out the common things. Looking through the request for proposals I struggle to see how we could address the first question which was around the review of the Board through the case study approach and in many ways it has struck out a little bit, it really didn't fit with what we were proposing. So what I have suggested is that we need to have a slightly different approach for this component of this study and in many

ways it constitutes a different approach. And coming back to the point I was saying before really delineating the scope of this study the more process I actually think there could be scope for this to be totally put to one inside and given to someone else to do the step of study, if it really doesn't fit in the case study approach where we concluded in the review and the data collection process where we tried to collect the information coming through the public consultation on Accountability and Transparency, question one addresses this issue specifically semi-structured interviews I had with staff of Board members.

A survey I sent out to the Board and community with follow up interviews to stake holders is what I emphasize is that these could be a separate study in all by itself. In terms of work plan I think we could deliver this in 20 days at least for each of the case studies. As I said I think case studies would require us to go throughout and I think we could probably do case studies in parallel and the third one a little bit later on. Just want to make two final points in a situation like as I said before do you think it is really important. This accountability should go beyond general accountability of ICANN structure and its mechanisms.

To provide picture of how accountability works in practice and this requires having more reviews to have more defined scope. I don't think you can just broadly accountability within ICANN and you need to be more focused and that focus is going to give you more insightful information that is going to help ICANN really make that might step change in how issues of accountability. Now realizing I haven't spoken about the budgets I don't know yet you would go through the copies of the proposals in front of you and welcome for the questions about anything I have spoken about or anything I haven't addressed in the proposal.

Larry Strickling: Proposals were constrained both by the very fast time and I assume a sense of trying to be as economical as you would be in the dollar map or computer case if in fact there was an opportunity to take longer and perhaps have a larger project in terms of dollar map or pound map would your proposal change or would you think about the proposal or we need to do regardless timer resources.

Rob Lloyd: I think this is enough; I think 20 days case studies is enough. That is a difficult one I think when you are looking at case studies the more you look the more the better. You will be able to draw now more concrete

proposals from that accumulated analysis and ideally by default. Then I think there is going to give some insightful information.

Larry Strickling: I apologize that I missed just the beginning, were you involved in 2007 study, so you represented the cognitively for this study? And who would be exactly involved in the team that would do this work?

Rob Lloyd: It will be myself and Michel Hammer who would be director of one more trust and then we would draw on the research assistants that we have. It would basically be Michel and I that would be leading on the process.

Larry Strickling: If we were wanting to look at the Board in terms of its role and the final decision making process then don't you think that the case study process in terms of PDP development and other decisions that were taken well going out some of the accountability and accountancy in one of your slides specifically spoke to the issue, staff influence on Board issue decisions etc, so I think it can go right, you can look at in terms of Board can be drawn out through case study, so what are your thoughts about? Why do you think we need to get totally different research?

Rob Lloyd: Because of the questions that were being asked the evaluation of the Board's performance, the compositions the proposal for an appeal mechanism. Those two things were not going to be picked up really in the case studies. Well, you could make an argument that you could do a case study by the decision made by the Board that went to an appeal mechanism which came up with a decision the Board essentially ignored it, right?

So is it given some of the problems that are evident within board, decision making process? I am just trying to say that they are not mutually exclusive and out of good deal they could properly be captured through the case studies. Frankly I am a fan of case studies, it is all in which cases do you study? But I think it is good effort trying to get all of that.

Larry Strickling: Just to be clear on what you responded till now, Larry and said this is enough; it will include the study of the Board and do you had proposed as well or do you structured that it might have separate.

Rob Lloyd: Yes, when I said the three case studies in order to get a real deep into how policy is made and how stake holder's interest balanced and how



accountability mechanism policies are put into practice, I think we could get some really interesting insights based on three case studies.

Larry Strickling: Including the Board study? How I have seen the Board study I haven't seen quite different.

Rob Lloyd: I do have taken your point, I do have looked at a Board decision that went to appeal then we could begin a Maple process around the Board and then explore.

Larry Strickling: Could you explain the one world trust is identified as a stake holder council for dot echo, one of the dot echo potential applicants, could you explain to the committee what that a role is as a stake holder council and the scope of it? How it may or it may not impact your work.

Rob Lloyd: We were approached by a dot echo but we sit on the stake holder council and the were interested insides into how to structure institutions at the global level and they wanted all inputs into how to build a government structures and way of accountability we are stressing for that on the council.

Brian Cute: Sorry we need to explore a bit, is there any remuneration for the term commitment for that bit of the nature of relationship. Rob, thank you very much. So we are going to be soldiers so hang on for just a bit longer.

--End of Recorded Material--