
TORONTO – ALAC Rules of Procedure Review Working Group (ROP WG) Workshop
Monday, October 15, 2012 – 17:15 to 18:30
ICANN - Toronto, Canada

CHERYL LANGDON-ORR: ...past the assigned hour or quarter of the hour that we said we would start and so that's exactly what we're going to do. My name is Cheryl Langdon-Orr. I have the honor of chairing this great big workgroup that you're all in or just watching. I'm going to hand over to Gisella and she's going to tell us things.

GISELLA GRUBER: Now this is just to start the session. We are now going to be starting the *ALAC Rules of Procedure Review Working Group Workshop* on Monday the 15th of October, 5:15 PM local Toronto time. If I could also please remind everyone to state their names when speaking; interpreters are in the booth and unless you state your name they will not be able to tell the other people on the language channel who's actually speaking — French and Spanish interpretation provided.

And also, please speak at a reasonable pace. These lovely people have been with us since this morning. They are also human beings and when you rattle off they really can't interpret. And in order for it to be accurate as well, otherwise there's no point in having interpretation. Thank you. Over to you Cheryl.

CHERYL LANGDON-ORR: Thank you Gisella and I would suggest they're not merely human beings, they are definitely superhuman beings. The work that the staff in those

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booths do does nothing every time I see it, but make me more and more impressed about the capability of a well trained human mind. So congratulations one and all to the work you do.

My name is Cheryl Langdon-Orr, and we are about to jump into the deep end of the thrill packed and exciting world of ALAC Rules of Procedure Review. We have here a hodgepodge of activities, which the intention of today's session is to bring it closer to fruition. It had been my idealistic and I would suggest hopeful plan that we would be further along towards the fruition pathway. But apparently you all are actually human, unlike the superhumans behind me, and we could only do what we could do. So let's see what we can get done today.

The general scheme of things, as you will see in the Agenda, is we're going to look at the idealistic repository that we're going to eventually pass on. And I'd like to certainly pass on during this week if at all humanly or superhumanly possible, which is the template workspace for the proposed modifications to the ALAC Rules of Procedure. Each of these rules has been worked on however by different drafting teams. And I'm going to call upon members of those drafting teams, specifically the penholders, but not limited to the penholders to talk the rest of us through on where we are, and most importantly where we need to go.

Will we need to make compromises? Yep. Will we build 100% unified, every person here and not here, remotely or ever possibly arranging any form of relationship to these drafting teams' agreement — I think I've covered it all, haven't I Alan? No, nor do we need to. We need consensus that is defined as a reasonable and preferably high majority.



So if you are the one or even the two or three people who are at the variance — tough.

Okay, I'll draw your attention to what have to begin with, which is a part we are going to promptly ignore, which is Section A, Definitions and Structure. This is work that Holly will be speaking to and I don't know if perhaps someone can check if Holly's remote, she may very well be. The definitions and structure is being draw out of the work that is being done by many of your other teams.

We have just to look, and I wish my eyes were better, but I believe that says that the Member Requirements and Responsibilities. We definitely do have material to discuss there. Thank you Matt, you are indeed a godsend, but it will make your scrolling skills a little bit more challenging, and you can make it probably a little bit smaller than that. What for the transcript record is happening is the font size is rapidly changing in front of me. So now I've adjusted to it, but I think we're okay.

So we'll be looking at the section there, Responsibilities and you'll see that these are lean, hopefully clean, and preferably clear and unambiguous statements, because that's what we're aiming to do. Scroll down further to the next section. Thanks, Matt.

Oh, it goes on. We've got particular areas of ALAC Chair responsibilities and we'll go through all of that. This is your opportunity from the other drafting teams to say "No, I don't like that," and then we will choose to ignore you or otherwise, or "Yes, I agree wholeheartedly with you."



If you keep scrolling down, thanks Matt — at least I'm entertaining Alan — we've got a lot to look at here. Keep going. Lots of definitions — Holly, you'll be delighted to know it's getting drawn immediately out of that.

We'll be looking at the ALAC Leadership Team. Keep scrolling, thank you. The Liaison Requirements. Keep scrolling, thank you. The other non-liaison appointees. Keep scrolling, thank you. Terms, which I'd forgotten was in there. The Performance Metrics, which is a whole subset of materials. We will however, be needing to socialize those directly with the ALAC. And as Olivier is not here, I may take the opportunity of speaking on his behalf on how he wants to forward that.

We then have work coming from Meetings and Administration, which is pretty much the backbone of the care and feeding of the ALAC. We're pretty sure that we've captured in the drafting teams by the penholders everything that was said at the meetings and you'll get to see those momentarily. As we scroll down to the next thrill packed and exciting section, she says getting none. Boring still, keep going. Boring, boring, boring, here we go, At-Large Structures.

That next section is the Elections, Selections and Appointments. And here, if you just go back up, you'll see this particular part has not as yet been populated, but I can assure you the material is there. And so when we get to that part we will look at that via the sandbox. Okay, Yaovi? Great, okay.

So at that point, that's the document that by the — I'd love to have said, by the beginning of this meeting, but I can't — by the end of this meeting, we will know what that should look like, and any blaringly,



ghastly errors or holes should have been identified. So we'll know what we need to do, if there is anything more we need to do and who is going to be doing it. But that is the document when it is fully fleshed out that we will pass on to the ALAC. At that Alan, I hope you're ready, because it's over to you.

ALAN GREENBERG:

Thank you. I will of course disagree with you on a couple of points. I cannot see any world where we don't have multiple dimensions, where all of us can do multiple tasks at the same time, that we're going to have anything substantively different out of this meeting than we have coming into it. In my view the drafting teams are going to have to reconvene once or twice more to fill in the gaps, which inevitably are there. And in a few cases there are still a couple of decisions that haven't been made due to lack of time.

I just can't see how the drafting teams, especially given that we haven't scheduled them, and some of the people aren't at the meeting, are likely to really proceed at this point.

CHERYL LANGDON-ORR:

But the GAC analysis gets done certainly substantially, or tries to get done today, because we need to get on to that GAC analysis.

ALAN GREENBERG:

We can hope. Alright, you've already gone through them. I'm not sure I want to go through them in a lot more detail, but I will try. If we can scroll back up to where it says Section B: Responsibilities? I would



suggest for anyone, maybe we ought to put the URL in a chat somewhere and let people look at it on their screens; it may be a lot easier to see it then. It's right near the top. There we are.

Alright, first disclaimer, I did a fair amount of the drafting on the sections I'll be talking about. I was very, very poor in ensuring that once something had been defined, I used the 'defined' term. So although we do define ALAC Leadership Team as ALT somewhere, sometimes I write out the whole name. ALAC member, just member is sufficient. We'll fix those; those are easy to fix with global edits. Don't let them distract you, if anything they simply make it read better at the moment.

Alright, what we tried to do is in the current rules there are things that are scattered over more different rules, and by the way I hate the concept of rule number. It makes it sound like kindergarten or something where we have the rules of how to play nice with each other. But I'll use the old terminology. In the old rules there were things scattered all over the place.

There were some things that were repeated three, four, and five times. I've tried to and we have tried to — because although I did the final drafting this was the work of a lot of people — we've tried to make sure that we're not repeating things. So we have nested things, as we have responsibilities of all ALAC members. When we talk about the Chair, we do note the Chair is an ALAC member; therefore it doesn't get him or her out of the other responsibilities. They're only stated once though.

Alright, I'll highlight a couple of sentences because they are crucial ones — assuming I can find them. And we talk about ALAC members have to submit a statement of interest. They have to keep it up to date.



They're obliged to attend meetings to the extent that human beings can attend all the meetings. If you can't attend it, try to tell us ahead of time you can't attend it, so that we have expectations of who will be there or not. And we understand that sometimes you get run over by a car and you can't tell us two days ahead of time.

By the way, I changed the title unilaterally, without asking anyone's permission. It said Responsibilities in Metrics, as far as I'm concerned metrics is a minor part that we need to have, but it didn't warrant being in the title. Sorry, if I speed up again, please come over and kick me.

CHERYL LANGDON-ORR: Oh, let me do that.

ALAN GREENBERG: Well, anyone who wants to. Yes, for the transcript record, Cheryl has a big stick, which she's carrying around with her this meeting. The one interesting one, which we spent an interesting amount of time on is 1.7...

CHERYL LANGDON-ORR: Scroll up some there.

ALAN GREENBERG: ...which you're not allowed to see if you're looking at the screen. 1.7 says: Play a leadership role in representing the interests of internet users within ICANN. Now, that has one, two, three, four, 13 words in it. We spent an — I won't say an unreasonable amount of time, but a lot of



time crafting that sentence. There was a strong feeling that we wanted the word leadership in there. We were talking at one point about everyone should be in leadership of a subcommittee or a working group, which is probably not realistic if it's something we're trying to enforce. On the other hand once we got to the idea of play a leadership role it sort of coalesced.

We spent a fair amount of time talking about the interests of internet users. The term used in ICANN traditionally for At-Large is we represent users. And of course that lets us open to all sorts of criticism of just how do you go about representing those 1.5 billion users. And I assume you have all their email addresses so you can converse with them and things like that. We really are not here to represent the users because we don't have direct conduits to all of them, but we are here to represent the interests of all of those users. And as I said, it took a long time, but I think we've got it right, now. I'm sure someone will tell us no.

We expect ALAC members to not only sit in ALAC meetings, but to participate in At-Large and to some extent, depending on your interests and skills, other working groups and other teams within ICANN. Someone who only does ALAC doesn't really get involved in the ICANN ecosystem and that's really important.

We remembered partway through the drafting of this section that the ALAC had in fact approved several years ago a position description for ALAC members and liaisons. So that was dredged out of the history, it still applies, but we hadn't told anyone about it in a few years. And we are not claiming to put everything in the rules, the rules however, will point to this document and you'll notice there's a parenthetical



comment on 1.10 — which you can't see if you're looking at the screen in the room — which says currently that...

Well, I'll read it. It says: Currently the document is called "Position Description for ALAC members and ALAC Liaisons." While we started drafting these rules many, many months ago we realized there are also other appointees that are not liaisons. So we will need the position description to be modified slightly, if only to change the title, but preferably the content also prior to or very soon after these new rules and procedures being adopted.

So there are a lot of words there. I'm sure we've missed something substantive, but I don't know what it is today. I'm hoping that other people reading it for the first time, it will stick out more like a traditional sore thumb.

The next section, Section 2, is ALAC Chair Requirements and Responsibilities. The obvious ones, the ALAC Chair must be a member of the ALAC. We have kept the rule that is in our current rules, and has in fact allowed us to nominate our esteemed Chair, the first time that is Olivier — that is you need not be on the ALAC. You have to have a reasonable expectation of being on the ALAC at the time you're going to serve.

And of course, if perchance you die or for some other reason you can't continue to serve — nothing personal, Olivier — or you change jobs and your new boss doesn't want you take the time off to do it, then the ALAC will have to cover that. That's no different than a normal departure in the middle term, except it happens right at the beginning.



There are a variety of obligations, chairing meetings is one, but there are a number of other things that are there. We didn't try to be exhaustive of listing every single task the Chair might have to do, but we tried to put in general groupings. Many things may not be done physically by the Chair, but are the Chair's responsibility, setting agendas is one of those. And one expects the Chair in conjunction with other people to do that.

I missed several important ones, which I would like to go back to actually. And that's 2.5. 2.5 says: Anything that is attributed to the Chair in these rules can be delegated. The old rules, we often had a rule saying the Chair would do this or the delegate, sometimes we didn't have it — sometimes we didn't have it in embarrassing places.

For instance if the Chair in the old rules was negligent and didn't show up at meetings the Chair would have to have a talk with the Chair, and chastise the Chair, and advise the Chair to leave or something like that. Clearly there are some things the Chair cannot do, and this single rule covers it. We're not saying you didn't come to any meetings, Olivier...

CHERYL LANGDON-ORR:

I just think he could have that conversation, though.

ALAN GREENBERG:

...some future Chair. I'd like to watch him having that conversation. Sorry, as you can see, some of us have been working rather hard, and the only we'll survive is with a bit of humor. Yes, Chair?



OLIVIER CRÉPIN-LEBLOND: Not saying my name of course if one doesn't say one's name then it actually happens that on the transcript you think...

ALAN GREENBERG: It is Olivier Crépin-Leblond who is speaking. Yes?

OLIVIER CRÉPIN-LEBLOND: That was Alan actually speaking just now.

ALAN GREENBERG: You're not being kind to people speaking other languages or the transcript... Go ahead.

OLIVIER CRÉPIN-LEBLOND: That's it. I've said it.

ALAN GREENBERG: Oh.

CHERYL LANGDON-ORR: Alan. Cheryl, for the transcript record. I think we may have to add an additional rule calling vexatious interventions, because that seems to be one.

ALAN GREENBERG: That's a ruling of the Chair. Chair, I would suggest you rule against yourself at this point. Okay, back to the reality. So anything that the Chair does may be delegated. The next one has a different tone to it. It is expected that a Chair will delegate specific responsibilities, sometimes referred to a portfolios to other ALAC leadership team members —



ALAC Leadership Team is what we used to call the Xcon — other ALAC members, and or liaisons based on their skills, interests and workload.

The implication of portfolios, it's not just go off and do this little task, but take responsibility for it. It doesn't mean you have unilateral ability to do things on behalf of the ALAC, even the Chair doesn't have that in many cases, but we're expecting to apportion out responsibilities. I can see one ALAC Leadership Team member looking at me rather curiously and saying "If you're thinking you're going to get me to accept some of those things...," we'll come to that in a moment.

All such delegations are subject to the agreement of the delegate and should be a matter of public record. That is, there is no slavery involved, both sides do have to agree, and it can't be a secret delegation. Although if it's a secret one, I don't know how we would know it was there.

Okay, the responsibilities of the chair, we've outlined the general ones, I think we've covered most that are listed in the current rules, except maybe some of the silly ones, but feel free to try to find something we've left out that's important. One thing that I have added, which my team has not formally discussed, although no one commented on it, so I'm assuming there is tacit agreement, is what should happen if the chair — again, Olivier you may want to cover your ears on this one — what should happen if the chair is incapable of carrying out the duties and of delegating.

So this essentially is an interim succession plan, and you can read the words; it's in 2.10. And it essentially says the Vice Chair or Chairs or other Leadership Team members — if all five leadership team members



have disappeared you're on your own, we're not setting the rules. Yes Tijani?

TIJANI BEN JEMAA:

If case were Olivier is elected President of France...?

ALAN GREENBERG:

He would still have email capabilities, I hope. There was one thing I think I put in an addendum, in a comment that I didn't include here. We talk about if the various people can't come to an agreement on who is the Interim Chair, then a random choice will select it. That presumes that anyone could opt out of the random choice. Not only do you not volunteer, but you can reject it. And we'll have to cover that, because clearly some people will not have the time to do it even on an interim basis. So it's a minor change that I hope I'll remember to make, but someone will remind me.

Leadership Team Requirements must be ALAC members. There was a long, long discussion about should the ALAC Chair and then should the rest of the Leadership Team be selected by the old ALAC or the new ALAC. The norm in boards is that when a new board takes over, they select their chair. There was a strong feeling among virtually all and there was only one exception very late in the game. Virtually of the people who discussed it felt that the old ALAC is in a better position to select the chair.

An ALAC can have as many as seven or eight people changing at the same time. If it selected after the meeting, it typically means several



weeks after the meeting, which means the ALAC is without a chair at that time and the old chair may no longer be part of the ALAC. And the old ALAC is more likely to know the people, know the issues, and make an intelligent suggestion. I can't read that writing at all. It says something about two or three minutes.

CHERYL LANGDON-ORR: Wrap up this section in two or three minutes and then move to Q & A, please.

ALAN GREENBERG: Oh, okay. So she's saying speak quicker, but don't speak quicker. Okay, I will do that. There was a strong feeling, and I'll just summarize, that the Leadership Team, including the Chair be selected by the old ALAC and the rules specify that. And we talk about time constraints. The Chair has to be selected first, because we need to know which region to not look for the other people.

We are maintaining the concept of Vice Chairs, one or two at the discretion of the Chair. The main reason is not so much that the title gets you more pay — it doesn't. But it does imply you're willing to take on a somewhat higher workload than the non-titled ALAC Leadership Team members. And that I think is important because there are people who are willing to participate in the Leadership Team, but not commit a lot of time to it, so the distinction is important. We do have some examples of the times, but those will not be in the Rules of Procedure, those will be moved somewhere else.



There are rules for liaisons and non-liaison appointees. The major difference is one has a title and the other doesn't. It has more to do with the group we're going to whether they call it a liaison or not. There are some subtle distinctions which experience shows are necessary, but they're very similar to each other. And you'll see the Section 5 on non-liaison appointees is very short. It identifies a couple of exemptions and that's it.

Terms, generally terms run for the one ICANN year. If a midyear appointment is made because someone leaves, it runs for the duration of that term. And we have complex rules about the Chair, because the Chair is a two year term, but you don't necessarily have to be guaranteed two more years in your term left and it was complex. Tijani came up with some marvelous new words, which says we appoint you for one year and appoint you automatically again if you're still around. The Elections Group is coming up with recall rules if we don't like you for the next year, but that's a separate issue.

Performance and Metrics, we made the decision that we would not list in this document the detailed metrics by which we would track. That is something that varies from time to time and we want the flexibility of changing them without the onerous part of changing the rules. It does give some examples of things that we might be tracking though or we will be tracking.

The next section is on what is called Remediation and that's from somewhere around 7.8. And this was a controversial point the first time we went around this discussion in 2008 or so or 2009. Interestingly it was not at all controversial this time. Everyone agreed that should



conditions be that you do not meet the metrics — number one, metrics are not absolute numbers — that is if you don't come to three quarters of the meetings we kick you out. All failure of meeting a metric implies is that someone, preferably the Chair or someone will take a look and try to understand is there a problem.

In some cases, not meeting metrics will not be a problem at all. There are valid reasons within the scope of people's lives or responsibilities; in other cases it might. There is an escalating list of things the Chair might do including talk to the person, talk to the RALO, if it's a RALO appointed person.

Ultimately the ALAC has the right to remove any ALAC member from the ALAC, should it consider. To be honest the voting threshold is so high that I cannot imagine it ever happening, but it is there and it is essentially the same rule as the board uses to remove a board member, regardless of who appointed the board member. And I think we're finished that section now.

CHERYL LANGDON-ORR:

Alan, Cheryl Langdon-Orr for the transcript record. I've noted a few things coming through on the chat space. And Sala, I wanted to particularly note your attendance here remotely, because you've been a very active and important part of the drafting teams, but also a prior penholder.

Two things, first of all we will be capturing the chat and that will form part of our transcript record and inform our next steps. But if you have



a question, a specific question, not a comment, which we'll filter in, but a question that we need to deal with in discussion, can you please bracket it, so we know to pull that out and deal with it. So at this point I think Alan you want to have a very brief Q & A on this then?

ALAN GREENBERG:

One comment first on that, having chaired many meetings and trying to summarize them afterward, people often make comments in a chat which are context relative, but we don't know the context. The chat messages are not time stamped necessarily. And if someone says, "I agree wholeheartedly," or "I disagree and I will die before allowing that," but we don't know what it is they were listening to at the time.

So if you have made comments in the chat, adding a comment to the Wiki — not the template Wiki, but the Sandbox that applies or sending an email to the appropriate drafting list may help make sure that we understood what your comment is. Thank you. Questions? Yes, Rinalia.

RINALIA ABDUL RAHIM:

Thank you Alan. This is a clarification question. Under the Section 2.8, the Duties of Chair include. Section 2.8.3 states: Verifies the respect of the ROP bylaws and other norms applicable to the ALAC. What does respect mean in this sentence?



ALAN GREENBERG: The intent was, and I don't like that wording either, but I'm not sure anyone came up with a better one, is they're the first order policemen to say, "Hey, we're not following our own rules." But it's more than just what happens in meetings, so the Chair is responsible for — it's a section we haven't drafted here, but it's ensuring that you meet the standards in email and things like that. And you don't slander people and act improperly. Yeah, go ahead.

RINALIA ABDUL RAHIM: As a follow-up to that, do you mean adherence to?

ALAN GREENBERG: Respect of has more of a feeling of interpretation. There are subtle meanings, which may not be phrased in the words, so adherence to is a little bit more subtle. But we can discuss this off line. The wording there is not the best and certainly we can do better.

HOLLY RAICHE: May I just suggest uphold. Holly Raiche for the transcript records. Uphold in the sense that you're not saying you adhere, it's something close to respect, a little more concrete.

CHERYL LANGDON-ORR: Cheryl for the record. Holly, I think these terms are important to bring in and what I'd like to suggest is Alan making notes and anyone else who comes up with a really good word, send it to him, speaking order now goes to Fatimata and then Sala online.



FATIMATA SEYE SYLLA: Thank you, Cheryl. Fatimata Seye Sylla, for the record. This is a clarification question. I'd prefer to speak in French, but the sentence is in English... Well, I can go on in English. 7.9, the Chair is empowered to take action as agreed to by the ALAC. Any such actions, must be done with due consideration to cultural differences throughout ALAC, At-Large, and to the extent possible in a discrete and sensitive manner. I need more clarification. How would this be done without leaving ways of not getting sanctions about...?

ALAN GREENBERG: Well, I can give some examples. It would be improper for us to send email to the worldwide lists saying "Fatimata is not upholding her duties and we have a real problem here." That would certainly be improper and not considering people's feelings and ability to continue functioning in this world. On the other hand, to give the opposite saying, the wording to the extent possible in a discrete and sensitive manner. If an ALAC member has been appointed by a RALO and that person is not willing or able to rectify the problem themselves, the next recourse has to be to talk to the RALO management team.

Which means yes we're going to have to tell someone else there's a problem with you, but what other recourse do we have? So that was the intent of those things. Again, in the Rules of Procedure, the intent was not trying to write the details; we will have to flesh those out in more detailed documents afterwards. So we were trying to capture the intent. Does that answer the question or do you want to come back?



FATIMATA SEYE SYLLA: Fatimata again. I would take out the consideration to cultural differences, and just keep 'in a discrete and sensitive manor'.

CHERYL LANGDON-ORR: I think that's a so noted; I'm not seeing any negatives. That's Cheryl for the record. Just to press this point, Alan, you need to do this closing off. We've got Sala next and finish everything on the MADT by the top of the hour. We will then have ten minutes, which will be until ten past the hour for the Election Selection And Appointments section. And I figured Holly and Sala will only need five minutes for their part to bring us up to speed because it's work that's really beginning at this point. I hope that meets with everyone's approval. Yes, we have Sala. Matt are you going to read that to the record or...? Okay. Sala go ahead.

SALANIETA TAMANIKAIWAIMARO: Salanieta Tamanikaiwaimaro for the record. Greetings everyone. Thank you, Alan for articulating, especially in response to Fatimata's question. Something which was also at the back of my mind, particularly in relation to some of the things that you had sort of alluded to earlier on in relations to the removal of ALAC Chair or any other ALAC member in that instance.

I think one of the things that we should particularly bear in mind is in relation to being careful to list what incapable means. Is that going to be something that's defined within the definitions section and that sort of thing or will it side to some sort of metric? But also bearing in mind



that participation to allow... In terms of what minimum acceptable participation means, and I suppose that's a side to metric. But hearing you use the word incapable and also just from your response to Fatimata, you sort of answered something that I also read via the chat in relation to due process being woven into that aspect.

And I think that's something that is material for consideration. But in terms of just stepping out a bit and just a quick comment just for the ALAC to consider, and the broader At-Large community. I think one of the things that we should also focus on in terms of drafting specifically for the meetings bit, is to forecast extreme case scenarios that could occur and sort of tailor and crop the rules to sort of account for these potential case scenarios and how things are supposed to be administered.

And in a very large way Alan and Maureen and the team have done an incredible job. And congratulations and thank you for all the work put into it so far. But I think it's time also for the community to really think about potential scenarios that could occur quite aside from just ordinary removal. But also potential things like hoarding or ganging up against an ALAC member for no reason and that sort of thing.

[crosstalk]

CHERYL LANGDON-ORR: Sala? Sala? Sala? Cheryl here. I need to ask you to be extremely brief.



SALANIETA TAMANIKAIWAIMARO: Yes. Basically I'd just like to invite the meeting team to sort of look at the U.N. human resources definition for hoarding and ganging up. That's something that could also be factored in, just to also look at the exceptions as well and protection. But that's it from me. Thank you.

ALAN GREENBERG: Sala, with regard to the last... Pardon me? Sorry. Alan Greenberg for the transcript record. I knew who I was, so — understood. Sala in terms of the last items, those are things we may or may not want to put in the detailed list of infractions and things like that. We are explicitly not working at that level of granularity in the rules procedure.

There is a current section in the rules which has things like that in it. I can't remember, but I think we made a decision and there should be something in the Wiki about it, we made a decision to include an abbreviated version. I think we never got around to it, but that is something that the rules will allow for, but not be specific for. Thank you. Are there any other questions? I'm not sure. Dev, go ahead.

DEV ANAND TEELUCKSINGH: Thank you. Dev Anand Teelucksingh speaking. Thanks again, Alan for the presentation. Just a few quick clarifications. 1.7, which talks about internet users. Unless the definition's mentioned, defines what internet users are. The phrase should be amended to say individual internet users.

CHERYL LANGDON-ORR: No.



DEV ANAND TEELUCKSINGH: No?

CHERYL LANGDON-ORR: That's in line 12.24.

DEV ANAND TEELUCKSINGH: Oh, okay. Second point, regarding 2.10, regarding the replacement Chairs, should the Chair be incapable of carrying out the duties and a replacement Chair is then done. Does that mean that that replacement Chair will serve out the remainder of the term?

ALAN GREENBERG: No. The election section talks about midterm replacements. This is an interim until that person could be named by the process specified under the election rules or selection rules, depending on what it is.

DEV ANAND TEELUCKSINGH: Okay.

ALAN GREENBERG: Anything else? Alan Greenberg speaking. No. Okay, we'll quickly go on to the next section. Cheryl, how much time do we have for the section on Meetings and Administration?

CHERYL LANGDON-ORR: About two minutes.

ALAN GREENBERG: Two minutes by the clock. Okay, but I will not speak quickly.

CHERYL LANGDON-ORR: Nope.

ALAN GREENBERG: This section is large, but is not as onerous in most cases. We're more specific than the current rules about types of meetings, because it was felt we had to be. We need a name for the Annual General Meeting, which is used in the current rules. We felt that we must have flexibility for the Chair to call meetings, but there was unease that the Chair could call a meeting, only get his friends there, and take action on behalf of the ALAC. The Chair likes that concept. We stopped that from happening.

So essentially there needs to be a decision — normally a meeting can be scheduled at the decision of the ALAC. If a meeting is called for other purposes there are some rules associated with it. You can read them. We are deciding on an order of precedence for rules, and essentially they're the bylaws — these rules, decisions of the ALAC, Robert's Rules and rulings of the Chair. We talk a little bit about what's in an agenda. It is not very detailed. Again, it was not felt that we needed to be very detailed in the rules. We have other documents which specify things.



Quorum was a subject of great discussion and is still one of the issues that has not been decided and the drafting team would welcome input from the rest of the Rules of Procedure Group. For Quorum, it's simple, we're keeping it exactly the way it is. You must have more than half the members there.

There was a feeling however that for votes, which also currently require a quorum that we should ensure regional representation. I'll prefix that by saying number one, we are reinforcing the original credo of the ALAC, which is not being followed recently, and trying to do as much by consensus and not by vote. If we do have a vote and the vote is not an urgent — that is we don't need an answer today by 5:00 — then we can carry over votes for a small amount of time, up to a few days to try to contact the people who were missing and get their votes.

So for most votes that can be carried over and that's the vast majority of them, every region is de facto represented, because all members will have an opportunity. For a small number of urgent votes, if there is not a region represented then we have a provision for going ahead with that vote if necessary or with a vote or a consensus. There are two versions, 1.5.2.1 and .2, but I think there seems to be a general consensus on which to take at this point.

We have rules on speaking order, essentially the current rules apply. We welcome visitors. We may give speaking priority to ALAC members. The Chair governs speaking order. We talk about motions; the current rules talk about motions and resolutions. We did not distinguish between them in practice, so we've eliminated one of them.



Points of order are in the ALAC context usually stop working because Adobe is broken or the translation isn't working. That's not the way Robert's uses the term, but that's the way we have used it. Or explain this word in my language; it makes no sense. Robert's rules talks about pointing out that rules are not being respected. We do include that, but there's been some discussions that have gone on since we've been here that the general feeling is that should be only in respect to these rules, because otherwise it's a situation where Robert's has 719 pages and it's a bit too complex.

Procedural motions are suspended, meeting adjourned, this is pretty stock stuff, and it's pretty much exactly out of our existing rules. Decisions talks about voting and how do we recognize a consensus when it's staring in front of us?

Okay, proxy voting; that's a new one and again subject to significant discussion. Essentially it says if you know you can't be at a meeting you can give your proxy to another ALAC member. You can either tell them how to vote or you can trust them to vote the way they feel. If that person isn't there the vote under most conditions, but not all, goes to the Chair to exercise. This should again cover the situation where people cannot be at meetings. But we do not have embarrassingly low voting, and not factoring in the desires of all members just because they have a conflicting business meeting at the same time.

We talk a little bit about minutes and we don't use the term minutes, we're talking generically about records, because currently we use a number of different terms — summary minutes, often. The amendment of the rules is basically the current rule saying you need a



two thirds majority, but we're saying that if a meeting is called to change the rules, we must need advanced notice and advance details of what the changes are. You can't propose to change the rules on the fly.

Works methods, we simply talk about we can have all sorts of meetings. A little bit about email. Work Teams is a new term we came up with to generically refer to working groups, drafting teams, subcommittees, standing committees, so and so forth. 3.4 talks about language. It's essentially our current practices, but put into the rules. At-Large structures are we almost accidentally realized the bylaws say the rules for approving or decertifying At-Large structures are in our rules. They weren't; they now will be. And that's it. Questions — whatever?

CHERYL LANGDON-ORR:

Okay, I see a very brief, I hope, speaking order of Rinalia, then Tijani. We will need to cut this relatively short, but everything will be taken notes. Go ahead.

RINALIA ABDUL RAHIM:

Thank you Cheryl. Alan, a question about proxy voting. How would you authenticate that the proxy giver had indeed given the proxy to the holder?

ALAN GREENBERG:

Okay, there will be detailed instructions, not enshrined here, but which the ALAC will have to approve. Essentially the request for a proxy will go to staff and the staff will have the knowledge of the proxy. We're



not going to try to go to encrypted email to authenticate the email. ALAC isn't that important, when it comes down to it, but it will go to staff and there's a restriction saying if you've directed the vote, we don't announce ahead of time to everyone how you're going to vote. That's between you and the person that's taking the vote. Does that answer the question? Okay.

TIJANI BEN JEMAA:

It's about proxy also. When the question of proxy was discussed and approved in the drafting team I was absent because of health problems. And when I came back I told that I am not okay with someone who is holding two proxies at the same time, because they will have three votes. And someone who has three votes can impact deeply the decision. I really hope that this point can be reconsidered. Thank you.

ALAN GREENBERG:

I can recount what happened. We went through a number of scenarios, from no proxies, to one proxy, to anyone can hold an unlimited number of proxies, which means one person in a room could effectively make a decision on behalf of the ALAC. The problem is, proxies count towards quorum. In the end the majority of the group felt that two was okay. I'll tell you, personally I agreed with you that one was... As I said at the beginning of this discussion, and it's Alan speaking for the record — I said that I think we're going to need at least one more drafting team discussion. Please try to be there so you can make the case yourself.



CHERYL LANGDON-ORR: Are there any more questions? Cheryl for the record. Are there any more questions? If not, I'd like to move on to Yaovi, who is one of the penholders for the Election Appointment and Selection section. Yaovi, you have an infinitesimally small time, but you tell me you've got it all organized. Over to you.

YAOVI ATOHOUN: Thank you Cheryl. Yaovi, speaking. My colleague Yrjo is currently in a RALO meeting. Also in this drafting team we have two penholders. We would like to take the opportunity to thank Alan, who was like a third penholder for this group. So his contribution was very important for this drafting team.

Due to the time you have, I'll go briefly to the main point we have in this part of the document. As the Order Drafting Team we have a lot of drafting team meetings. And we came up with a document that unfortunately is not in the main document that is showing. So I don't know if it might show in the Sandbox. If not — yeah, so we have it in the Sandbox and that is also accessible. He can if possible send you the URL at the end, but we'll try to incorporate what we have so far to the document.

So the main point we have — we have like five main points in this document. We have the one point that he's talking about the General Provision and we conducted that election is one way of selection in the overall procedure. Talking about the Chair of ALAC, his election is mentioned in the bylaws of ICANN. So for the chair of ALAC we have the election and then found out this one will be done as I Alan said



before. The Chair will be elected before the general [IGM]. So this is what I want to mention about the Chair of the ALAC.

Also there is the section 2.11 alternate election of the elections shall be had so as to have the new chair elect selected prior to the [IGM]. So that is the reason for having the election of the chair held by the old ALAC. And then we have also in the second section the election of the other Leadership Team members. So we have apart from the chair we have four other people that are part of the Leadership Team. And then also these people we talk about their election in the Section 2.2.

And then we talk also about some cases where we have an extraordinary election, a selection on appointment, and in that section you can see elections that can happen in extraordinary circumstances. Then we said that for example like one of the Leadership Team member, he's not available for a period, we had the discussion in the drafting team.

We set like a limit to say if we have at least a certain number of time before the end of the term, this is when we can have a selection for the member. So we had various options, like after the discussion, two or three options, talking about like two months, three months or six months and this is something we dream on at the meeting of the team.

We can't come to a conclusion about this particular aspect, because we think that doing the election as we can see in the document, it will require announcement, it will require people to accept the nomination, and then consider all these factors. We cannot have a selection or election at any time. So this is what we have in this section on election of extraordinary election, selection or appointment.



And then we have a section in the document where we talk about the special provision. And also we have two sections. We did not have time to cover it in this drafting team, which is election of the ALAC representative to the selection of the election —ALAC of submit to the board. So this is also one thing we are going to talk about in this drafting team.

And also the record, as Alan mentioned before, like in 2.4 of the previous in his team. The ALAC Chair has two years automatically extended after the one year, assuming that the chair has another year to be ALAC member. But what can happen in the case that we have, like a Chair for some reason that maybe the ALAC would like to replace for whatever reason? That is no more ready to continue. So that is this aspect of the rules that we are going to work on, and also the representative of ALAC to the board of ICANN.

These are the two sections we are going to work on after the main document apart the expectation from the drafting team to have your comment of what you have currently in the Sandbox. That will do more (inaudible) appended to the document, so that you have a full document and then we can go through. So this is briefly what is covered by this drafting team. So I'll just stop there and then for those who have time to go through it, or if you have some questions as you are reading it so I can stop there. And Cheryl thank you for the time. Just a brief overview of the work that the drafting team have done. Thank you very much.



CHERYL LANGDON-ORR:

Thank you Yavoi and Yrjö. And for the record this is Cheryl. I think the work that's being done on this group has been an enormous amount of seriously good thinking put into this section. That's not to say there's not the same seriously good thinking in the other sections — there is. But what you've done is very much a massive improvement on what we've had to date. And it's a hugely important issue.

Just a minor clarification on what is currently known as Rule 27 in the existing rules which is the selection by the ALAC for the At-Large seat — seat 15 to the ICANN board. What your group will be doing is rather more a check for clear issue in how it is written because we can't change it ourselves. That was a board excepted process. So we can tweak the language. We can make sure any ambiguities are cleaned up.

We can make sure the intent of it is communicated, but please let's be very sure — I know your team is sure — I just want everyone else around the table to be sure, we are not changing the process. To do that we go through a full outreach community, talking, ICANN legal, your mother's view, that sort of thing.

I don't really want to open on that question now, but on things like recall, I think we do need to open very briefly for a few questions. Holly assures me she's going to be the only person who speaks to the amount of time I give her. So I'll go to you in a moment, but we do have a couple of people putting their hands up. I didn't see who came up first. Was it Alan or Olivier?



OLIVIER CRÉPIN-LEBLOND: It doesn't matter.

CHERYL LANGDON-ORR: Okay. Alan, over to you.

ALAN GREENBERG: Just slightly change wording to make sure it's clear. I believe we're not supposed to change the intent of the current Rule 27. Clarification or catching problems that we didn't catch earlier, I think we're going to have to do. But we cannot change the general methodology and certainly we can't make radical changes in the voting and stuff like that.

CHERYL LANGDON-ORR: No, if I wasn't clear, that's certainly the way is. Over to you Olivier.

OLIVIER CRÉPIN-LEBLOND: Thank you Cheryl. Olivier Crépin-Leblond for the record. I think what Cheryl was alluding to was the bottom up multi-stakeholder process, in order to change those. Not the who-ha-do-dah-lula, public comment and so on. Just to add that prior to the next election taking place for the future Chair that we will be electing, there will be a process to review all of this. And at this moment it's impossible to know whether there will be any changes or not.

CHERYL LANGDON-ORR: Okay. Can I ask is anyone else wanting to raise any questions to the Election, Selection and Appointment drafting team? Seeing none, Holly the floor is yours.

HOLLY RAICHE: I can do two minutes because I did so little. Basically all I did was go through update some of the team, went through updated some original definitions that were there, added some took some away, went through probably marked three or four of the various drafts, including mainly Alan's. Added what was there. So what you have and we've had Eduardo... One of the decisions that was made was to have both definitions and glossary sections.

So what Eduardo did was to go through and very helpfully make suggestions towards definition, what is in the glossary. They are on the Wiki; they can be seen. I have noticed that there are a few terms which Alan has changed on the basis of discussion and consensus and so forth, so there will have to be a final pass-through, because Xcon has become something different. That has to be changed. There are a few other things, Alan that I think have to happen in terms of definitions, but right now there's no more work to be done until there's a final draft that can be gone through.

CHERYL LANGDON-ORR: Thank you, Holly. And can I assume by the lack of hands, nodding heads and waving arms that there are no particular questions to that? Cheryl, for the record. I want to take a very brief opportunity to say what I'm



cutting out. We're not having any other business. We're not doing a final set of agreements, because we're not to where we thought we would be when we set this agenda.

So what I would like to suggest is that you view the last two points — well actually we'll go back to the last three points of today's published agenda and say that we will suspend that agenda and reconvene from where we are in the agenda, alright? Which is after a read through; when we take this to the next steps. Action items I believe have been captured by staff.

And at that point, unless someone gives me a damned good reason to not — thank each and every one for being here today, to thank each and every one of the amazing draft teams. It's been an honor and privilege to work with each and every one of you. I've done this in some pretty hairy situations and guys, you've made it a pleasure. So each and all of you a big round of applause. And this is closed and Heidi needs some time.

HEIDI ULLRICH:

Thank you everyone. Firstly thank you to the interpreters. Fantastic. Thank you. And thank the whole staff of course, who this would not be possible without. So as you might know, in 40 minutes, a little less than 40 minutes we're going to be having a NARALO Outreach event that I very warmly welcome you to.

But in the meantime hotel staff and my At-Large support staff have quite a bit of work to do, so you're very welcome to stay here, but you



will be probably lifted and dusted off, because we're going to be refreshing the room as they call it here. And we have a lot of preparation to do in a very short time. So just noting that...

[End of Transcript]









