MARRAKECH – ICANN Public Board Meeting
Thursday, March 10, 2016 – 16:30 to 18:00 WET
ICANN55 | Marrakech, Morocco

STEVE CROCKER: I call to order the ICANN board of directors for a board meeting in Marrakech, Morocco. I'm going to call the roll by having people say their names.

Start with you, Thomas.

THOMAS SCHNEIDER: Thomas Schneider.

JONNE SOININEN: Jonne Soininen.

MIKE SILBER: Mike Silber.

BRUNO LANVIN: Bruno Lanvin.

MARKUS KUMMER: Markus Kummer.

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

GEORGE SADOWSKY:      George Sadowsky.


RINALIA ABDUL RAHIM:      Rinalia Abdul Rahim.


CHRIS DISSPAIN:      Chris Disspain.


RAM MOHAN:      Ram Mohan.


STEVE CROCKER:      Steve Crocker.


CHERINE CHALABY:      Cherine Chalaby.


ERIKA MANN:      Erika Mann.


LITO IBARRA:      Lito Ibarra.

LOUSEWIES VAN der LAAN:     Lousewies Van der Laan.


RON da SILVA:              Ron da Silva.


SUZANNE WOOLF:            Suzanne Woolf.


ASHA HEMRAJANI:           Asha Hemrajani.


BRUCE TONKIN:             Bruce Tonkin.


FADI CHEHADE:             Fadi Chehade.


STEVE CROCKER:            Thank you.

                          Mr. Secretary, do we have a quorum?


JOHN JEFFREY:             Yes, we do, Mr. Chairman.

| STEVE CROCKER: | Thank you. |

The way we're going to run this is we have a consent agenda which we often do. I'm going to read off the titles of the resolutions that are included in that. We'll have a vote on that.

We have an item on the main agenda related to the consideration of the .ECO and .HOTEL IRP declarations. Going to ask if there's any other business because at that point -- and then move back to three listed resolutions on IANA stewardship transition proposal from the ICG, the proposal from the CCWG on accountability, and thank you to all of the staff that are involved. And we will handle them as a package even though there's three separate resolutions. And we'll have a vote -- a voice vote by acclamation. And then there will be a stampede to the bar and some other things.

And actually we'll have a little bit more ceremony involved in all of that.

So with that, we begin with the consent agenda which consists of several items. The first is approval of the minutes from the 3rd of February this year. The next is appointment of F-Root server operator representative to RSSAC.

The third is appointment of independent auditors.

The fourth is investment policy update. All of these are published and listed. The fifth one is the next steps for the internationalized registration data WHOIS final report.

Item 6 on that is board member mentorship program.

Item 7 is approval of additional FY16 expenses and funding for the transition process.

8 is thank you to the local hosts for ICANN55 meeting. Item 9 is thank you to the sponsors of this meeting. And Item 10 is thank you to the interpreters, staff, event and hotel teams of ICANN55 meeting. Dispensing with all of the formalities, do we have a -- all those in favor say aye.

[ Chorus of Ayes. ]

Any opposed?

[ No verbal response. ]

Any abstentions?

[ No verbal response. ]

The consent agenda has passed.

We now move into slow motion here. On the main agenda, we have consideration of the .ECO and .HOTEL IRP declarations.

Amy, would you take us through the basics of that.

| AMY STATHOS: | Hello?  Thank you.  Thank you, Steve. |
|---|---|

So with respect to the .HOTEL and .ECO IRP, this is a standard process that the board is required to do in terms of considering and then adopting the recommendations that are set forth in the IRP final declaration.

The IRP declaration was consolidated to incorporate two different IRPs.  And the final declaration has identified ICANN as a prevailing party but made several recommendations, which the board is looking to adopt and recommend so that there are some issues with respect to putting views that were identified by the panel into the mix for the new gTLD program reviews.  And there's also an additional recommendation about a request that has been made with respect to the prevailing party in the .HOTEL CPE and that the board is asking staff to complete its investigation of that particular request and to come back as soon as feasible to the board with its report and recommendation as to how to move forward from that point forward.

STEVE CROCKER:     Thank you.  Can we have -- and we have the Resolved up there. And it's more than what's up there, so we will just read that.

Resolved, the board accepts the following findings of the panel's final declaration.

One, that ICANN is the prevailing party in the Despegar Online SRL, Donuts, Incorporated, Famous Four Media Limited, Fegistry, LLC, and Radix FZC versus ICANN IRP.

Second, that ICANN is the prevailing party in the Little Birch, LLC and Minds+Machines Group Limited versus ICANN IRP.

And, three, that the IRP's panel's analysis is limited to declaring whether the board has acted consistently with the provisions of ICANN's Articles of Incorporation and bylaws.

Four, that the board including the Board Governance Committee acted consistently with the Articles of Incorporation and bylaws.

Five, that the parties shall each bear their own expenses including legal fees.

Six, that the IRP costs shall be divided between the parties in a 50% for the claimants and 50% for ICANN proportion.

I'll consider this moved and seconded.

Is there any discussion?  And I guess I should also ask for --

CHRIS DISSPAIN:         Hasn't been.

STEVE CROCKER:          I just did it.


CHRIS DISSPAIN:         Okay.


STEVE CROCKER:          I said I would handle this in a more compact way.

                        But I do want to ask more formally, are there any board
                        members that need to recuse themselves?


RAM MOHAN:              Steve, this is Ram Mohan.  I would like to recuse myself.


STEVE CROCKER:          Thank you.  Any others?  Suzanne?


SUZANNE WOOLF:          I have not been part of the discussion on this.  I have to recuse.


STEVE CROCKER:          Thank you.

                        Any further discussion?  Let me call for a vote.  All those in favor
                        say aye.

[ Chorus of Ayes. ]

Any opposed?

[ No verbal response. ]

And besides the recusals -- well, neither of you are voting members actually. But any abstentions?

[ No verbal response. ]

So the motion passes. That's good.

As I said, I wanted to do things in a little different order here. So are there any other items for business -- any other business that somebody wants to put on our agenda at this point?

Okay. Well, there's nothing left to do but to do what we've all been waiting for here.

So we have a trio of resolutions, as I said. And let me ask that we put the Resolved portion. These are very lengthy resolutions. They are lengthy because they document this very important point in time and the history of how we got here and all of the context for the record.

It's all in the package and on the website. We're just going to -- so we don't all fall asleep while we're doing this, I'm going to limit the reading of it to the Resolved paragraphs on these things.

So for the IANA stewardship transition proposal from the ICG, Lito, would you read this for us?

LITO IBARRA: Yes. Thank you. Thank you, Steve.

Yes, I will read four Resolveds of the resolution.

STEVE CROCKER: Yep.

LITO IBARRA: Resolved, the ICANN board accepts the ICG's IANA stewardship transition proposal.

Resolved, that the board approves the transmittal of the proposal of the National Telecommunications and Information Administration of the United States Department of Commerce in response to NTIA's 14 March 2014 announcement.

Resolved, the President and CEO, or his designee, is directed to plan for the implementation of the Proposal so that ICANN is operationally ready to implement in the event NTIA approves of the Proposal and the IANA functions contract expires.

Resolved, the board expresses its deep -- excuse me, its deep appreciation for the tireless efforts of the ICG chairs and

members in developing the proposal, as well as the chairs, members, and participants in the CWG-Stewardship, CRISP, and IANAPLAN teams. The development of the coordinated proposal across these four volunteer teams is a true demonstration of the strength and triumph of the multistakeholder model.

STEVE CROCKER: That's good. We will do the same with the next one. And then I would like to ask Alissa Cooper and Mathieu Weill to come up and say a few words. And then we'll continue with the formal flow.

And we'll vote, as I said, as a package on the whole thing. So let me have the next resolution projected here as well.

I see, thank you.

And, Bruce, would you take us through this?

BRUCE TONKIN: Yes, thank you, Steve. I'd like to formally propose the motion that the ICANN board accepts the cross-community working group on enhancing ICANN's accountability work stream 1 report.

And I will keep on going. Okay. It's not being teleprompted here.

There's more than one Resolved clause.

The second Resolved clause is that the board approves of the transmittal of the report to the NTIA to accompany the IANA stewardship transition Proposal developed by the IANA stewardship transition coordination group.

The next Resolved is that the President and CEO, or his designee, is directed to plan for the implementation of the proposal so that ICANN is operationally ready to implement in the event NTIA approves of the IANA stewardship transition proposal and the IANA functions contract expires. In the event that the IANA stewardship transition does not occur, ICANN is committed to coordinate with the ICANN community on identifying the portions of the CCWG-Accountability recommendations that are not inconsistent with ICANN's obligations to perform the IANA functions and proceed to implementation.

And the final Resolved clause, the board expresses its deep appreciation for the tireless efforts of the CCWG-Accountability chairs, the members, and participants and the staff support in developing the proposal.

The intensity and level of engagement from across the community, as well as the spirit of cooperation and compromise that led to this report is a true demonstration of the strength and triumph of the multistakeholder model.

STEVE CROCKER:     Thank you.  Alissa and Mathieu, come on up.


ALISSA COOPER:     Hi.   I'm Alissa Cooper, the chair of the IANA stewardship transition coordination group.

At the beginning of this process, the ICG put a simple request out to the communities with a direct operational relationship with IANA.   "Write us a transition plan," we said.   "Tell us your community's vision for what happens when the NTIA contract expires."

And hundreds of people from all across the world responded to that call, technical people, business people, policy people, academics, individuals, organizations, people from civil society, from the public sector and from the private sector.

I want to especially thank every person who participated in the operational community processes, in the RIRs, in the CRISP team, in the CWG, and in the IANAPLAN working group, and the IETF.

The ICG set tight timelines and asked tough questions.  And the people who participated in these processes did their utmost to meet our demands.

Many of the participants are here in the room.  Many more of them are not, and I think they deserve a huge round of applause.

[ Applause ]

I also want to express my deep, deep appreciation to my ICG colleagues who displayed the true spirit of consensus-based decision-making, compromise, professionalism, and willingness to bridge differences in support of a higher cause.  Thank you.  Thank you, ICG.

[ Applause ]

The result of all of this work that went on in all of these communities is a transition proposal that meets the needs of the Internet and its users.

The ICG conducted a rigorous assessment of both the substance of the proposal and the processes that led to its creation.

We found that the proposal was developed through open, inclusive processes in every instance.

Each component achieved consensus within the relevant community, and the proposal as a whole has broad and deep support along many dimensions.  The substance of the proposal supports and enhances the multistakeholder model, maintains the security, stability, and resiliency of the Internet DNS,

maintains the openness of the Internet, meets the expectations and needs of the global customers and partners of IANA, and does not replace NTIA's role with that of a government or intergovernmental organization.

In other words, it meets NTIA's criteria. And, yes, I know them by heart.

[ Laughter ]

ALISSA COOPER: One particular strength of the transition proposal is that it provides continuity with how the Internet works today. The proposal keeps in place the same operational realities that have been working on the Internet since the 1990s. It keeps the role of the IANA functions team intact and carrying out the same duties that it has today.

It relies, in large part, on time-tested, well-proven structures, processes, and bodies, so on the day that the NTIA contract expires, Internet users should notice no change.

In sum, this proposal was developed in the image of the Internet itself. It is good for the future of the Internet. The ICG unanimously supports it and recommends that all affected parties implement it. Thank you.

[ Applause ]


MATHIEU WEILL: I will speak in French. My name is Mathieu Weill. I am the co-chair of the working group on accountability, on ICANN accountability, called ccNSO.

To members of the board, directors on the board, dear friends, dear colleagues, we had the honor this morning to give you our 12 recommendations, and in the name of our entire working group on accountability, I wanted to express my gratitude towards each one of you, towards the entire community for your contribution to our processes, for the response to the call for comments, for the welcome that they gave to our proposals throughout the week, throughout the process, and also for the encouragement that we received from all of you.

We have great gratitude towards the board of ICANN. The work that you did on our proposals was considerable. It was extraordinary. And I know that this will be an example for the future in order to improve collaboration between the board and the community.

Our group would like to also highlight the devotion, the extraordinary devotion, of ICANN teams. Their support for our work was crucial. Those persons truly are jewels. They are

wonderful people. Their level of competence, their skills, was evident every day, every night even, and we would like for the board to give particular attention to have them recognized, to give them development opportunities, and to help them show how excellent they truly are.

[ Applause ]

MATHIEU WEILL: Finally, I would like to invite each one of you to take a moment to think about what this administration, the American administration, brought to the process. We would like to thank the administration for the trust that it gave us, not only because it realized its role as steward but also because it launched this transition process two years ago. And of course because now the ball is in our camp -- or in their camp now, because it will have to analyze the proposals. Both proposals, ICG and accountability.

Our 12 recommendations came from collective effort. A great effort. I won't repeat all of the elements that were mentioned by Alissa as far as process, consensus level, and so forth, but I would like to highlight that beyond those recommendations, each one of us within the group learned technically. We also developed personal relationships behind the usual groups and

silos, and that is a considerable asset to develop ICANN towards the future.

This shows the values that we have in each of our communities, as well as our personal commitment beyond the daily work that we do at the service of the Internet.

And I would like to also, if I may, add something.  I would like to summarize the purpose within our proposals, and because we are in Marrakech in this beautiful place, welcomed there so well, I would like to remind you of the pact of Marrakech.  This pact has two parts.

The first one is that the community is open, multistakeholder, and the board, and both, they are responsible for the fact that ICANN acts in the interest of the entire world, in the interest -- in the public interest.

Secondly, within ICANN, each one of us has a role and responsibilities, and we need to respect that.  We need to respect the ones of others.  We need to recognize the value of each one within the entire system, and we need to work on an equal basis.  That's it.

[ Applause ]

MATHIEU WEILL:          This pact is our responsibility and we have to share it.  I would like for each one of us to keep that in mind throughout the next meetings.

We may encounter very strong tensions, but we need to remember those elements.  Let us communicate on that pact, let us cherish it, and now that the proposals are ready to be approved, as a good Frenchman, let's get it done.

[ Applause ]

STEVE CROCKER:          You've just heard from Mathieu and Alissa on behalf of the two teams that have put these proposals together.  There are layers and layers of people who have worked with -- on each team.  Each of these people are co-chairs -- I guess there are three in each, right?  Three --

ALISSA COOPER:          Yes.  Technically I'm the chair and we have two vice chairs.

STEVE CROCKER:          I see.  Close enough.

And that's just the very tip of a multilayered structure.  Alissa referred to the proposals from the different operational communities.  Within the accountability process, there was an

ever-changing, expanding, and growing set of teams and sub-teams and working groups. And it was all managed and -- as you've heard in an open process, but also with a great deal of force.

One of the unexpected consequences, Mathieu, is I think this is the first time I've heard a Frenchman compliment the U.S. government.

[ Laughter ]

STEVE CROCKER: And I suspect that this may change our U.S. politics, so I don't know what's going to await when we go home.

UNKNOWN SPEAKER: (Off microphone.)

STEVE CROCKER: French fries back in Congress, yeah.

[ Laughter ]

In any case.

UNKNOWN SPEAKER: (Off microphone.)

STEVE CROCKER:          Yeah.  We'll let that be.

So thank you.   Thank you, both.   Thank you, and thank everybody involved, and in short order, we will make all this happen.  Thank you.

[ Applause ]

One more piece of this puzzle.   Mathieu mentioned the ICANN staff that has been supporting.   We have a specific resolution to provide some recognition to our staff, which I will read off.

Resolved, the board thanks the ICANN staff who worked on all aspects of the development of the transition and accountability proposals.   The effort has been supported by staff from across the entire organization.   The board also thanks the staff who supported ICANN during this period of intense activity.

And do we want to call out specifically their --

CHRIS DISSPAIN:         Yes.  Steve, it's Chris.  To your left here.  Sorry.  Thank you.

Thank you, everybody.   I just wanted to say one thing.   To just pick up on what Mathieu said, the whole of the ICANN staff has been involved in this -- in this exercise.   People have been moving around in positions, filling in gaps.  The management

team, the executive team, the legal team, have all been extraordinary.

But there's been a core team of individuals who have got -- who have worked incredibly closely with the CWG, the ICG, and the CCWG, and although in ICANN we don't usually do this, I think that this -- their effort has been so exceptional that we should call them out.

And they are:  Alice, Grace, Brenda, Hillary, and Bernie.  And Bernie.

[ Cheers and applause ]


STEVE CROCKER:          And now there's one small detail.  I call for passage of these three resolutions by acclamation.  All in favor stand up and shout.

[ Cheers and applause ]

We have a very tight implementation schedule.  It's measured in some number of days.  I'm pleased to report that we've just picked up a whole hour and we could begin sooner.

Bruce?

BRUCE TONKIN: Yeah. Thank you, Steve. I just wanted to pick up. I think now that we've passed that very important milestone, at least for some of us there's another intensive period of work about to commence today.

In the resolution that we passed, we noted that we have directed the CEO to plan for the implementation of the proposal, and I just wanted to say a few words about what will happen in at least the next four weeks.

We've -- the CEO that will have carriage of this will be Akram Atallah, and we have appointed a combined legal team to focus on the development of bylaws that implements these proposals.

This team will work over the next four weeks to produce a set of bylaws which will be posted for public comments, and our plan is then to pass these bylaws probably towards the end of May, early June.

Just to be specific about the legal team, the legal team will consist of three main groups. One is the ICANN legal team, which will be headed by John Jeffrey. It will consist of a team from the law firm Sidley Austin, which will be headed by Holly Gregory, and the law firm Adler & Colvin, which will be headed by Rosemary Fei.

This combined team is going to achieve, in the next few weeks, what would normally take several months of work and we're going to try and achieve this in four weeks.

For that team, it will probably mean working all weekends and very long hours for the next three weeks, but we're encouraging this team to work together in the spirit -- same spirit of cooperation as we've seen this week. And that team will be working closely with the chairs of the CWG, ICG, and CCWG, as well as a set of board members which will form -- as well as one of the CEOs from the regional Internet registries, John Curran. So that will be a steering group that will work very closely with this legal team, with the objective to produce a set of bylaws that implement the requirements that are in those proposals.

So Steve, I just wanted to give a little bit of context of what will happen in the next few weeks, and basically put a note in your diaries for four weeks and then hopefully you'll have the opportunity to review those bylaws at that time. Thank you.

STEVE CROCKER:    Thank you, Bruce.

I think we are at a very exquisite moment in which we've accomplished a huge amount. We've all recognized ourselves and all of the people who have put all that time in, and this is a

milestone that is exceptional.  And at the same time, as you've laid out here, we're not done at all.

This is now the beginning of another hard push and will take us to the next step and we've got a couple more steps before we're through all of this, and then even after that, there will be some long tails to the process.

But we are well on our way.  This is a very, very big step.  But there's no vacation coming.  This is -- this is now "go back to work immediately" time.


FADI CHEHADE:          Does this apply to me as well?

[ Laughter ]


STEVE CROCKER:          If we don't have it under control, yes, we will come find you.  No, Fadi.  You get a pass, sort of.  I know where to find you.

But let me thank you.  We've done several times before.  At the beginning of the week when I was called upon to say a few words, I said this is probably 1 out of 16 of these that I would have to say.  This may be the next to last or nearer that sequence.

It really is an exceptional moment where the whole community has come together. And, at the same time, we're not going to let up at all. So, with that, I bring to a close this meeting of the board of directors of ICANN. And I suspect that we're a little bit early for the cocktails that are ready to go. Are they? I don't know what the --

NANCY LUPIANO: Yes. The cocktails are going to be next door.

STEVE CROCKER: Right behind that wall, I think.

NANCY LUPIANO: Exactly. Thank you.

STEVE CROCKER: And then a few of us have to go talk to some news organizations downstairs. But you guys enjoy yourselves. I may grab a drink on the way down.

Good. Thank you. See you all in Helsinki.

[ Applause ]

**[END OF TRANSCRIPTION]**