
MONTREAL – NomCom Review: Update from the Review Implementation Working Group
Wednesday, November 6, 2019 – 09:00 to 10:15 EDT
ICANN66 | Montréal, Canada

LARS HOFFMANN: Good morning everybody in the room. Good afternoon, good evening for everybody who may or may not be joining remotely. Welcome to the Nominating Committee Review. This is an update from the Review Implementation Working Party at ICANN66 on the 6th of November, 2019. I'm going to hand it over to the working group's chair, Tom Barrett, for the presentation. Tom.

TOM BARRETT: Thank you, Lars. Good morning everyone and good morning to those remote attendees, wherever you might be. I'm just curious as a show of hands, who here is not currently on the NomCom? Alright, so we've got two or three.

DAMON ASHCRAFT: Just to clarify, for the many of you that raised your hands, you're being very specific, but you will be on the NomCom as of tomorrow. So if you said you weren't on, you know...

TOM BARRETT: No worries, no worries, no worries. And I will get back to this point, thank you, Bruce, for being here. But clearly, there's a lot going on at these ICANN meetings, people have a lot of competing events for their

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attention, so as you'll see later, community outreach will be very important for this particular review. But why don't we go ahead and get started. We can proceed to advance the slides. Not sure who's in charge.

So the nominating review team, leadership team is myself, Tom Barrett, I'm assisted by Cheryl Langdon-Orr, Zahid Jamil, both of whom you are probably very familiar with. Both of whom have had extensive experience chairing the NomCom and have seen the nominating committee evolve over the years.

So the things we're going to cover today, if you could advance to the next slide, basically who are we as a review team, where are we today in our review process, the implementation work phase, and then we'll go into some details about our detailed implementation plan and recommendations, and then next steps including community outreach and then any Q & A you might have at the end of that. I can't see questions raised in the Zoom room, is someone going to monitor that? Alright, thank you.

So if we can proceed to slide 6. So who are we? We are currently in what's called the implementation phase for the Nominating Committee Review; and this phase kicked off in March of 2019, when the ICANN Board accepted a feasibility assessment, an initial implementation plan from the working group which included an assessment of 27 different recommendations that had been generated by an independent evaluator.

And so the Board request was to have us work with ICANN organization and generate an implementation or convene an implementation working group to draft a detailed implementation plan for those 27 recommendations that were approved. Then oversee the implementation of those recommendations.

So the implementation phase is split into two parts. First part being generating that plan, and so we were given a hard deadline of 6 months following that approval to deliver that plan to the Board OEC, and so we submitted that on September 13th for their review.

Next slide. I've already gone over the leadership team of the Nominating Committee Review team. All of them have had experience on the NomCom. Our membership likewise has had a lot of experience on the NomCom. In fact, most of them served on previous NomComs. We had a fairly diverse group representing various SO/ACs.

We are highlighting that two or three of these groups were not represented. Although I know that, for example, Dave has been following this closely; as a current member of the NomCom, he comes from the IPC but we will be reaching out to those folks who don't currently have representatives on this review working party.

We typically meet weekly or biweekly via teleconference. So we had 20 teleconference calls just for this implementation planning phase itself and we're always open to new comers. So I've already been contacted, for example, by another former Board member who is interested in participating in this phase and we would welcome any

other attendees who want to start participating. I'll explain later how you can do that.

Next slide please. So in terms of our methodology, so in true ICANN fashion, we are fully transparent in terms of all of our calls are recorded and published online at the Wiki. All of our working documents are published on the Wiki. So you're free to visit the Wiki and catch up on where we are in our process. Again, we try to have a more consensus-based decision making in terms of how to implement and plan out several of these recommendations.

As you will see throughout the process, we've tried to go above and beyond in terms of community outreach. It's a fairly unusual review, unlike the ALAC review or GNSO review where we don't have a single body who's impacted by these recommendations.

Certainly, a lot of the current NomCom's impacted, but there are also changes that impact every SO/AC. And because of the importance of what the NomCom does in terms of electing or appointing Board members and other folks, we want to make sure the entire community agrees and there's a consensus in terms of what we're trying to do with this review.

Next slide please. As I mentioned earlier, there are two steps to this implementation phase. Step one was to first simply develop an implementation plan. There are 27 recommendations. We have developed a standard template that we followed for each of those 27

recommendations and that's what we delivered to the Board OEC on September 13th. That was accepted by the OEC.

There were some minor revisions and again the Board will be voting, what day this week? On Thursday, we expect the Board will approve that report on Thursday and essentially empower the working group to proceed with the plan that we presented them.

UNKNOWN SPEAKER: Sorry Tom, what's OEC, the acronym?

TOM BARRETT: I'm sorry, I want to say it's the Organizational Effectiveness Committee. So it's chaired by Avri. So that's basically who we answer to for this particular review.

So phase two, assuming Board approval tomorrow, will kick off in two weeks. We will start teleconferences in two weeks for implementing those 27 recommendations according to the plan that the Board will be approving tomorrow.

So some of those recommendations are fairly low hanging fruit as you will see. Things like, and they're common sense, so published job descriptions. You're probably already doing that this year. Some of those are fairly quick ones. Some of them require bylaw changes and will be a longer process in terms of implementation. So we're here for the duration until all 27 recommendations are implemented to the satisfaction of the OEC.

Next Slide. So to give you an overview of our process, this review actually started over two years ago. A group got together lead by Stephane Van Gelder to draft a RFP for independent evaluator. So I believe they actually started in September, 2016; thereabouts.

So where we are today obviously is that the detailed plan was submitted to the OEC in September. This week, ICANN66, it will be approved by the Board and then we'll start our outreach immediately in about two or three weeks, and as part of our remit from the OEC and the Board, we are required to come back every six months to deliver a status on where we are in the implementation of these 27 recommendations. So while surely the Wiki will be updated in real time, the more formal reports to the OEC will occur to coincide with the various public meetings.

So as part of those reports for example, we have certain matrix where we consider an implementation to be successfully completed. Some of them involve budget resources as well as some other resources. We need to obviously keep track on those and make sure they're budgeted appropriately. And again, those are all things we report to the OEC.

Next slide please. So as I mentioned, there are 27 recommendations. For each of those recommendations, the working group estimated how long they thought it would take to implement that recommendation, what our desired outcome was of that recommendation, and then an explanation of the various tasks that

we thought had to take place, some of which are dependent on each other in order to implement that recommendation.

And then we wanted some metrics as a way to measure whether or not we had achieved our desired outcome; and of course there was that had a budget implication. We wanted to make sure that the OEC and the Board are fully aware that some of these require budget requests at the appropriate times so that they're not surprised that we come back to them later and make that request.

Roughly, as I mentioned earlier, some of these are fairly common sense, so we've kind of categorized the degree of difficulty of the 27 recommendations. There are about 11 or so that we think are fairly easy to implement or fairly inexpensive. There's another 11 that perhaps are more involved, not a significant cost, and finally five we think are fairly significant in terms of cost or community consensus, bylaw changes, et cetera. So those will probably be the longest recommendations to implement.

Next slide please. So what you see here is a table, it goes on to two pages. And R1R2 refers to a recommendation, so we have 27 of these and we're taking a shot at identifying some of the activities that will be involved in implementing these recommendations. So in the left column, you can see outreach. Perhaps a change to the NomCom operating procedures, those that we think will require public comment and response. Those that require bylaw changes, and this is at the ICANN level.

There are also several that may require bylaw changes in individual SO/ACs and then those that we believe have a budget impact that need to be accounted for. The reason for doing this is that, for example, if we are going out for public comment we don't want to go out 27 different times because there's potentially 27 different recommendations.

So we want to try to group together activities. It turns out there's about 19 recommendations that we think require significant outreach. So we want to organize those so that if we go to the GNSO or ALAC or what have you, they're being asked to provide public comment on multiple recommendations rather than doing it in multiple steps.

So we then say we've already as prep work, we have an idea of which ones we think we want to do this outreach for or might impact their procedures.

The next slide again merely shows you we've done that for all 27 recommendations. One recommendation that probably is very significant in terms of its impact to the NomCom is a mechanism to provide, to ensure some institutional toolkit for the NomCom. To provide a means of doing continuous improvement for the NomCom. We call this the NomComs Standing Committee or Empowered Body.

So this came out of the independent evaluator report. We did a feasibility assessment on these. So it's gone through vetting of the OEC and the Board. Essentially, this is a standing committee that will focus on process related issues. That will try to handle some of the

things that NomCom tries to tackle outside of their normal recruitment and assessment process. So it's very important that it be chartered in a way that doesn't overstep the job that you folks are trying to do if you're on the current NomCom.

So we've identified a number of these recommendations where that standing committee has a role to play in order to fully implement the recommendation. So we have a situation here where there's a set of recommendations are dependent on the implementation of another set of recommendations and so we're going to be forming an interim standing committee consisting of members of our working group to assist with some of those other recommendations until we can fully constitute a standing committee for the NomCom. Any questions so far? Alright, we'll go to the next slide.

So in terms of next steps, again we expect the detailed implementation plan to be accepted by the Board tomorrow, and that's based certainly on the feedback we received from the OEC. We'll be kicking off our conference calls in two weeks. As I say, one of the first things we're going to do is initiate our community outreach for those 19 or so recommendations where we are trying to gather information from various SO/ACs.

So I'll give you an example. So one of the recommendations is that we want to have a very well defined schedule for the NomCom that sets a fixed date for every SO/AC in terms of when they elect their members to the NomCom. Because right now it's fairly staggered; by setting a

fixed date, then the incoming NomCom perhaps can start to get some work done before the AGM. Just a general concept. Go ahead.

DAMON ASHCRAFT:

It's Damon Ashcraft. Tom, I think it's a really good recommendation but I've also seen in the past though that there is a date that we request members from the NomCom, and sometimes the SO/ACs simply just disregard it. So would part of your recommendation be penalty if they don't meet that? How is that enforced, that's a great idea, but how do you enforce that?

TOM BARRETT:

Thanks Damon, that's a great question. In fact as you know, we all know, the NomCom is at a disadvantage because [inaudible] team rotates every year, the members rotate. So there's no one for example making sure that the community is responsive to the NomCom.

So the standing community for example could be a group of people that could hammer home that, "Hey guys, this has been approved by the Board, the Board says you must do this." It's no different from some of the other things that the SO/ACs need to do. So I take your point, it's not something that will happen at a snap of the fingers but the implementation team will consider that and figure out how to make sure it's enforceable.

DAMON ASHCRAFT:

I think that's good and I think I would just encourage with respect to implementation that basically when the request goes out from GS saying, "Appoint staff members," that it may be made crystal clear your appointments are due by such and such a date for you to have a seat. So give it some teeth and thanks, Tom and your entire committee, for all the great work you've done.

TOM BARRETT:

Yeah, so as part of our outreach, to be clear, we first want to understand what the cycle is for each of the SO/ACs that are appointing members. Some of them have a very fixed cycle, some are more [inaudible] about it. So this first phase is to do some data gathering to understand those cycles, and then find out why there might be a resistance to standardizing the cycle across the SO/ACs. Ken.

KEN STUBBS:

Yeah, I think from a practical standpoint, we need to require stronger accountability from these organizations, and I see absolutely nothing wrong with, at some point in time, imposing a calendar that allows the nominating committee to be more affective. Nothing's more frustrating when you sit down to your first meeting and a third of the people aren't even there because they haven't been appointed yet.

Then you have the learning curve, education, and then what's even worse, all of a sudden, an SO comes in and starts complaining because, you know, "We weren't ready." Well I'm sorry, you know,

let's get real; we have a job to do. We have a significant amount of responsibility that's imposed on us and this is something that is best for the community. The community, through the Board has decided this is the way we feel it needs to be done.

There has been plenty of input on this. God knows, people have had a chance to comment on it. I really hope we stick to our guns on it, you know, it's kind of like paying dues. My constituency, we can't get people to pay up. The only way to get them to pay up is put somebody at the front door and say, "I'm sorry, you can't come in." It sounds crazy but...

TOM BARRETT:

Thanks, Ken. So you get a sense of our first phase. That's just one problem that we plan to do some data gathering on and there's certainly some education and understanding why there might be some resistance to standardizing that, but clearly other parts of ICANN are able to standardize. We all meet the same week, everyone figures out how to get here for the face to face meetings. They can surely figure out how to do an election by a certain date.

So that's our first focus in this implementation. Let's do some data gathering. Again, there's about 19 recommendations where we want to get some more information before we proceed with the implementation. We'll have an outreach session at the face to face meeting in Cancun. This public meeting will happen but we also

intend to be very vigorous getting on the agenda of every SO/AC that appoints members to the NomCom.

So we'll be sending out that notice in a few weeks. We really don't want to accept excuses that they can't accommodate the review team on their agenda. So that's one of the key things we'll be doing, so if you folks can take that back to your SO/ACs and make it clear to them, "You guys need to plan for this in terms of the future face to face meetings. Not only March, but June and next fall as well." Go ahead.

RAOUL PLUMMER:

Yeah, Raoul Plummer from NPOC. We're the one with no seat in the NomCom, but we'll still be here. I suppose that's expected, yeah? Another question, where is the Wiki? I'm trying to find it on the NomCom page, there's no link there. Can't find it with Google.

TOM BARRETT:

Yeah, we'll display the Wiki in a second. I'm sure if you Google NomCom review Wiki, it should appear, but we'll show the link in a future slide. This review, this shows next steps only through the end of December, 2020. We expect some recommendations. We'll go into 24, so every six months we will continue to provide status updates to the OEC until we declare victory.

Next slide please. By the way before we proceed, if you are interested in participating, you simply need to contact the secretary at mssi-secretariat@icann.org. So let me give you an example of some of the

outreach that we're doing. So I gave you one example, there's a few others.

So as I mentioned, for recommendation one we're compiling a timetable for when every SO/AC selects their members, find out if they have a job description that they use when they announce, "Hey guys, we have a NomCom seat, whose interested running for the NomCom?" We'd like to compile what job description they distribute to promote the NomCom to their SO/AC. Obviously, the end objective here is to standardize that job description. If they don't have one, make sure they have a standard job description.

Then we'll come back to the review working party folks who have served under the NomCom leadership team and say, "Let's come up with a standard job description for the SO/ACs and make sure they all are promoting that to their members so that the folks who come here have a clear understanding of what their role and responsibilities are as a member of the NomCom."

Recommendation two and three have to do with some initial training of NomCom members. All of you come with different backgrounds and expertise and again understandings of what a Board director does for example, and so I know every NomCom has experimented with different training classes.

So this recommendation has to do with coming up with a standard curriculum to help NomCom members understand the roles and responsibilities of an ICANN Board director, so obviously that's very

important in terms of how you recruit and assess candidates to make sure they can fulfil that role. There's also of course, you need to do your deep dives and interviews with various candidates and so there's some training there as well in case certain members haven't had that type of experience in their background.

So again this is an understanding what kind of curriculum makes sense, we'll be working with ICANN.org, who perhaps should be the person who manages that training going forward.

Next slide please. So recommendation four again is also training in terms of the candidate evaluation process. How do you evaluate candidates? Again a lot of this is something if you are an HR recruiter. They know what kind of open-ended questions to ask to illicit the right sort of responses. So again recommendation four has to do with creating a standard training class for interviewing prospective candidates.

Recommendation five has to do with the professional recruiting consultant. So the recommendation says that the recruiting consultant should continue to be involved in the role of identifying Board candidates. However the role of the recruiting consultant should be clarified and published.

So here again we want to work with the current NomCom as well as ICANN staff and define contractually how this role is defined in terms of the consultant. What information do we make sure they have provided in terms of job descriptions for your openings and other

expertize that perhaps you're getting via advice and how to make sure that's a standardized practice. David.

DAVID OLIVE:

Thank you, Tom. Just so you're aware, this is not the search from but the recruiting consultant. So that your committee is aware, we have not used a recruiting consultant in the past couple of NomComs. That was cut out basically to make budget for the inner sessional, so while there's certainly value in a recruiting consultant, I just want to be sure that you're aware that there had been that change and there will be that additional budget left to get that position back on board.

JAY SUDOWSKI:

Yeah, I mean it was an easy thing to cut out as well because they didn't provide much value. So the inner sessional was a much more worthy investment of ICANN's resources.

TOM BARRETT:

Yeah, thanks guys; we're fully aware there's been some adjustments the last few years since this review started. Ken.

KEN STUBBS:

Correct me if I'm wrong. With each new NomCom, it is still within the purview of the NomCom as Daman did with his to determine whether or not you want to use one, and if you're going to use one, you can

sculpt that group within the guideline set, the broad guidelines that we've set here. Am I correct in that?

TOM BARRETT:

You're exactly right, Ken. The way the recommendation is worded is, "If the NomCom chooses to use this consultant, then there will be a standard process on how that consultant is used." So we're giving the flexibility for NomComs to choice to do something else.

Recommendation six, again focuses on the other consultant that historically NomComs have used, the evaluation consultant, and again recommend they still be involved and if they are used, what that standard process would be.

Next slide. Number nine has to do with voting eligibility. So as you know, historically you've had some non-voting members, not only the leadership team but SSAC and RSSAC, so the recommendation for number nine is that all members are fully participating and voting, and polling throughout the process.

So that recommendation has been approved by the Board, so clearly there are some changes to bylaws not only at the ICANN level but perhaps the SO/AC level in terms of recognizing that RSSAC and SSAC will be fully voting members. So they need to go through a bylaw change to enable that.

So number 10 has to do with rebalancing the NomCom, so the favorite subject of my friend over here. So the recommendation here is that,

this is actually in previous reviews of ICANN that every five years that you would look at how the members of the NomCom are compiled and to see if that is still representative of the community and whether or not it should be rebalanced in some way to represent other stakeholder groups that have emerged since the formations of ICANN.

So this obviously requires a lot of community consultation to determine what it means to be on the NomCom, who should have representation of the NomCom, how do we anticipate the composition of the various SO/ACs to evolve going forward, and how do we accommodate for perhaps additional SO/ACs. So that's what this recommendation has to do with. Ken.

KEN STUBBS:

Yeah, there was one thing I have not seen as much of an emphasis on. I think sometimes we get tied up in numbers. It would be a good idea to consider independently evaluating the work product of that NomCom. If you take the appointments over the last five to eight years or something, take a look at the effectiveness of the appointees, take a look at the ability, the contribution level; you know, the worst experience I can recall in all the ones I've ever done, is one time we had a guy who was running, who wanted to be chairman of the Board. Got turned down and ended up on the names council. Never went to a meeting, never showed up.

There was a clear flaw there in the way that the committee approaches something like that, and I don't know whether that's

because the people who were on the committee weren't as committed, or maybe the committee wasn't as balanced. You know, I'm more concerned about getting people that are genuinely concerned about the selection process.

Many of us have been around long enough to see in clear situations where there was geopolitical politics at the end where a bunch of people got together and voted somebody in because they wanted more representation. Didn't matter whether the guy was good or the girl was good. It was a matter of, "We don't have enough of these people on the Board so we're going to vote for them."

So all I'm saying is, it isn't just where they're coming from, the new members; it's more the traits they possess and the skill sets that they bring on to the NomCom.

TOM BARRETT:

Thanks, Ken. And there is a recommendation, to your point, to assess how past appointees, how they've contributed to the Board and what adjustments might be made. But your other point is also valid, which is even though you might be appointed by an SO/AC, you're not representing that SO/AC at this NomCom.

So we'll get into this later in terms of, that's really part of the rebalancing exercise, is no one here is here representing their SO/AC. You're simply appointed by your SO/AC, but your job is to put that behind you and serve the ICANN community. Any other comments?

JAY SUDOWSKI:

Just to I guess to respond to Ken real quickly. The NomCom doesn't give out consolation prizes anymore. So if someone is applying for a Board position and they are not appointed to that slot, we're not just going to say, "Oh well we think you'd really be good for GNSO council or ccNSO council." So that particular situation, I think we've addressed.

I think in terms of the effectiveness and the engagement level, particularly for non-Board level positions, you know, that's a challenge. I think it's a challenge for the whole community.

I think there are probably non-NomCom appointed people who are on other GNSO councils, ccNSO councils, ALAC, who are also not sufficiently engaged and I think there is not really a very clear accountability mechanism, there's not really a clear process for evaluating people's performance on these committees and figuring out what to do if they're not engaged at all or not performing at an adequate level; certainly if they're, you know, just on the ICANN travel club. If they're travelling but not doing any work that's a huge problem.

Finally, in terms of the voting processes, it's actually changed substantially in the last few years and one of the things that this NomCom is going to be doing this year is publishing our selection procedures, publically. I think what you'll find is that all of our voting

that takes place is non-anonymous, so everybody, it's a show of hands. We vote on every single candidate.

So I think this helps with some of that, where you were talking about with people may be coordinating their votes and you end up with weird outcomes. So we've seen these things, you've seen these things. I think people who have been on the NomCom know these things may have happened in the past. We are definitely working to try to improve that.

TOM BARRETT:

Thanks, Jay. I want to point out, we're just talking about the recommendations here that we've identified as desirable for doing some outreach. So there are some recommendations that we're not directly displaying here. But I'll give you a heads up on some of them.

One recommendation says that NomCom will be a two year term, so no more one year term and then running in for a second year term. So all NomCom members will serve two year terms. We're going to stagger the elections so that the entire NomCom doesn't get elected every year, so it will be staggered so that there is always half the NomComs is returning for their second year, half the NomCom is there for their first year. So that's a recommendation.

Another recommendation we're not asking outreach for is that we're maintaining the current size of the NomCom. So there are no additional seats being proposed. There are no seats being taken away. So that obviously impacts the rebalancing exercise. We've had

some meetings with the GAC for example; as you know, they have a seat that they've chosen not to fill in recent years.

What they are trying to do, and I know Damon and Jay know this, they're going to start off at a regular basis advice to the NomCom in terms of what they think would make a good Board candidate, such as the Board has done it historically.

Again, just like we want to make sure everyone adheres to a fixed schedule for electing their members, we want to make sure that those bodies who should be giving advice to the NomCom adhere to a fixed schedule. So that you're not getting, as it happened in one of my years, you're not getting Board advice in March, it's too late. So you should be getting Board advice this week, from all the bodies that you're appointing people to. You should have a written Board advice this week.

So I don't know if it's happening, it may be happening, but that's one of the recommendations that will be coming out of the review, is making sure every SO -- everybody receiving a NomCom appointee is providing you advice at the AGM, and so we got to have them stick to that schedule. Go ahead.

UNKNOWN SPEAKER:

With respect to the, I'm jumping maybe a little bit ahead here, but these 27 recommendations, has the Board accepted all of them or have they just accepted the report?

TOM BARRETT: I'll let Staff answer that.

LARS HOFFMANN: Lars Hoffmann for the record. The Board actually accepted all the recommendations back in February this year. So the independent examination, the final report and actually a predecessor of this working group produced a feasibility assessment of these recommendations and then presented together with the final report to the Board, I think in December, for consideration and I think the Board resolution passed in, I think it's February, no March, it will be March, six months before -- 14th of March it would have been.

The Board passed the resolution, accepted all the recommendations as modified in the feasibility assessment. So the predecessor group made two small changes to the recommendations and those were accepted by the Board.

UNKNOWN SPEAKER: So the assumption is that all 27 have to be implemented.

LARS HOFFMANN: The assumption is that, I'm going to rephrase it slightly, that all 27 should be implemented. So for example, I think the most obvious one is for example on any recommendation that requires a bylaw change. If this group through consultation proposes a bylaw change but that is

through either the Empowered Community or through the Board, or for whatever reason to the public comment it becomes clear there is no support from the larger community and it's rejected, well then we're not going to go around until we have bylaws change.

We attempted the implementation, it was rejected, the bylaw change is necessary to do so and therefore I think it will be considered as the implementation is completed and I suspect that the next review will take this up and see why was this recommended, why it was rejected, do we need to do something else about that.

TOM BARRETT:

Thanks Lars. Just to fill in the gaps here for what else you're not seeing. There's another recommendation 11 that recommends that ICANN staff who supports NomCom reported differently within the ICANN organization.

Today it's the legal department, the independent evaluator recommended that it be the office of the CEO. So there's a dependency here however because there's another work stream that involves the how ICANN staff are accountable to their respective departments, I forgot the name of it. So that really will impact this particular recommendation and then could in fact change the outcome.

So number 12, which you don't see here, NomCom leadership should have input on the NomCom budget and staffing resources. As you sit here, you're dealing with a budget that was basically put together last

February, and so if you're new to the NomCom, clearly you didn't have input on that.

One of the roles for the standing committee for example is to make sure that the NomCom has a voice within the annual budget cycle. So you're not making the tradeoff that you had to make last year between, do we hire a consultant or do we have an intersessional?

That was a decision that had to be made because the NomCom didn't have input into the budget process the prior year. So that's one of the roles of the standing committee, is to help get you through those types of issues given the turnover within the NomCom.

So we're up to 13. Thirteen is something that every NomCom has already done, which is to publish a process on how the NomCom is going to work, and the idea here is to codify key elements of that NomCom process, which again is done every year, but there's always tweaks every year. So there are some within the community that feels like it's not enough public alert or warning that the process is going to be different.

So they essentially want to hold the NomCom more accountable to the community in terms of the process it's following. So it does take away some flexibility that NomCom has traditionally had because as of now they need to be accountable back to the community. If they want to make some changes they can, but then they have to make sure that's fully communicated. So the community know how the NomCom might be operating differently in that given year.

So as you can see here, we want to do some additional outreach. Let's identify, we're going to start with your cycle today, we don't want to reinvent the wheel. We don't care what happened 2, 4, 5 years ago, let's look at your cycle today, codify that and say how does that need to be flexible for future NomComs because they might decide to do something differently. Let's make sure that process is well understood and any changes to that are properly communicated.

Okay, next slide please. Fourteen has to do with formalizing communications between the NomCom and the Board, SO/ACs and a PTA Board to understand their [inaudible] and experience. So again, this gets back to my point that everybody receiving NomCom appointees are providing you clear advice before you start your process and they don't make some assumptions like the one SO/AC made and said, "Well, we told you this was a requirement seven years ago, how come you didn't remember?" That's sort of a scenario.

Number 15 has to do again with again publishing detailed job descriptions. I know that's been something you folks have followed the last two years. But historically, NomCom has not published detailed job descriptions as part of its process. Again, make the community the recruiting assessment, the evaluation consultant, aware of the specific job description that the NomCom is trying to fill.

Sixteen has to do with coming up with a system for providing feedback to the NomCom about the contributions and participation of applicants who are applying for reappointment to the Board. So you may or may not run into this but some of your applicants may already

be in their current position. So let's say they're a Board director, how do you know whether they're performing well as a Board director? How do you know whether or not the Board wants them back or would rather see someone else?

So there hasn't been a formal process. Yes, they do what it's called 360 reviews, but that's really for their own personal improvement. So this recommendation has to do with coming up with a mechanism for mainly the Board to communicate to the NomCom, "So and so is reapplying and we absolutely need him back because he fills a critical role, say on the audit committee or what have you," or, "So and so would be better served with a different skill set than this particular applicant."

So that's what recommendation 16 has to do with, and it's mainly outreach to current and former Board members in terms of what kind of process makes sense there while maintaining the right level of confidentiality et cetera.

Next slide. Seventeen has to do with actually maintaining the current diversity requirements of the NomCom appointees. So there's not a lot of change happening there.

Eighteen has to do with being more rigorous about the candidate communication schedule. Again, there have been complains by past applicants to the NomCom who did not make it to subsequent rounds, that they were not well informed about where they were in the process. So, I'm sure you get that feedback every year and everyone

tries to address it in some way. So again, this recommendation should be fairly easy to implement in terms of making sure that there are clear and consistent communications to all candidates successful, as well as unsuccessful, so they understand where they stand in the process.

Nineteen has to do with again making sure that your detailed job descriptions then get put into what we call a detailed marketing plan. So as you know, I know you've tweaked -- this year for example at NomCom you've tweaked your recruitment timing, you've moved it up. But the recommendation here gets into the fact that if you look ahead to a succession plan for the Board, they have Board members who are being term-limited, maybe not this year but next year and now might be a good time to start identifying that skill set they'll be forced to leave the Board.

They might have a technical skill set or a financial background, and you might want to start recruiting for that role even though it's not a position you're filling this year. So the idea is that recruiting for these positions, especially the Board, should be a year round activity and not just happen two or three months during each of the NomCom cycle. Again, I know you've made a lot of progress in that direction.

Nineteen has to do with, we've already talked about 19, the marketing plan and working with ICANN org to making sure as part of their programs, they have an annual marketing plan for the NomCom.

Twenty is an interesting one. It has to do with a very specific recommendation about a preliminary screening of all Board candidates and providing a blinded assessment to the Nomcom to assist the NomCom with reducing the pool of candidates to the deep dive short list. So it's a very specific recommendation on 20 about how you use this third party consultant to screen them without making sure there's no hidden agendas or biases in terms of how that process takes place.

We've got a few more to go. Twenty-one again has to do with a standardized tool for evaluating and prioritizing candidates. Again, based on the standard job description that was developed earlier, I think NomComs tend to improve every year in this category but they also tend to do things a little differently every year. This is trying to identify the best practice and coming up with a standardized process for future NomComs.

Twenty-two has to do with the interview process. Are all candidates getting the same interview questions? Are all candidates answering them verbally or writing? So again, it's been fairly loose in the past, so trying to make sure there's a very consistent process for how candidates are interviewed, what questions they're asked.

Again, it's not to be rigid about what questions are asked. Obviously, every year the questions have to be customized based on the candidates and the skills, and expertise that you're looking for, but again making sure you are executive recruiters in many regards. You want to make sure that you have a consistent process so that you

know that all the candidates were asked the same questions and so they were all treated, so you can assess their response accordingly.

Twenty-three has to do with some of the things, publishing data on the candidate pool, understanding where they're coming from and whether or not we're recruiting from the right places and recruiting the right caliber of candidates. That's feedback into our recruiting process. That's what 23 talks about.

Twenty-four, which we will get to in a second, has to do with the standing committee I mentioned earlier that will help the NomCom navigate the budget process or help the NomCom make sure the SO/ACs meet their deadlines. Or help the NomComs make sure that their receiving bodies are providing their advice in a timely manner.

Twenty-five has to do with assessing the performance and needs of all bodies receiving the NomCom appointees, and so what's behind this recommendation is you get advice, you get advice from the Board, you'll get advice perhaps from the GNSO or ALAC. But that should not be your only criteria for filling that position. So you obviously, independently may say, "Well, the Board is telling us that they need an expert in DNS but we also think that they could use expertise in finance as well."

So there needs to be a way to assess for example the performance of the Board and recognize they're perhaps top heavy in technical expertise but they lack audit expertise, even though they didn't tell you that in their Board advice. So again, this is a fairly difficult

recommendation, not quite sure how this will pan out. It's trying to assess the performance and needs of all the bodies not just the Board so that we can better identify what kind of candidates they might need. So that's 25.

Then finally 26 has to do with -- you have more qualified candidates every year than positions you have to fill. So many of those candidates are new to ICANN, so the idea behind 26 is that, is there a way to bring those unsuccessful candidates into the ICANN community and have them participate in some other way.

Then finally 27 is a fairly interesting one as well, which is what is the remit of the NomCom? Is it your job to find the most qualified candidates you can, or is it your job to find what we will call ICANN outsiders, who specifically have no legacy within ICANN, they're not associated with a contracted party.

So you're basically asking this question, if for example if you see a candidate and say, "Well gee, how come this candidate didn't go through the other nomination process of the Board? They work for a contracted party, how come they don't just go through that process?" So this recommendation has to do with asking, engaging the community about what they want the NomCom's role to be.

Should the NomComs simply be free to nominate anyone they want, regardless of their background or should they be focusing on for lack of a better word, we'll call them ICANN unaffiliates, and we have to define what is meant by that. The original recommendation actuary

said independent directors, but that has a different connotation within ICANN according to the State of California bylaws, what constitutes an independent director, so we're going with ICANN unaffiliates which means their degree of association in their past with ICANN. Glenn?

GLENN MCKNIGHT:

It may be incorporated in this or it's another one of the recommendations, but when I think of the ICANN unaffiliates, it would be kind of interesting to know the success or tracking of those unaffiliated people, whether they make it to the goal line. They seem like wild cards, not in a negative sense but in terms of a sports concept, they come in and they get a bid.

Be interesting to see if they have very little potential or results in terms of going through the entire process, or they're just tokenisms. So I'm just thinking through the process of reaching out beyond the family and if these individuals have a track record of success.

TOM BARRETT:

Thanks, Glenn. It's probably not lost on you that the current chair or the incoming chair are both NomCom appointees. Cherine had zero experience within ICANN and rose to become the chair. I'm sorry, Ken go ahead.

KEN STUBBS:

For me, this is just my own opinion, I'm somewhat confused because basically what we're looking for are specific skill sets, talents, and I'm hoping that the description was more nomenclature like; we can't call them this, we have to call them this because California law specifically states we can't call them independent directors.

But as far as I'm concerned, the skill set is the most important thing. Whatever the hell we're going to have to call them, and I think when we're recruiting and when we're outreaching, we need to make it quite clear that the skill set is the most important thing. I don't give a damn whether the guy makes jewelry in Sedona, Arizona, if he's got skill sets that makes sense.

TOM BARRETT:

Thanks, Ken. Just to be clear, there are a lot of people who believe the way you do, there are a lot of people who don't. So this recommendation basically is asking the question whether or not the ICANN bylaws should be specific about whether the ICANN's job is to find unaffiliates we'll call them. So this is a community outreach exercise. Clearly, a lot of people are going to have different views about this.

You may for example, certainly during the time I was on the NomCom we received Board advice which said, "Yes, you should strive for this." The following year they took it out. So it was always at the discretion of the Board whether or not they recommended to the NomCom whether you should strive for outsiders.

So the question is should that discretion remain or should the NomCom be told is he the one or the other. So I'm not saying what the answer is, but that's what this recommendation is about. Let's first define what was meant by ICANN affiliates, is it simply they have a relationship with a contracted party or is it they have no involvement with ICANN at all, never attended ICANN, or is it they haven't chaired a working group or PDP; whatever the definition is, we will have to come up with a definition and then ask the community, "Do you want the NomCom to adhere to a definition like this?"

You want to be able to tell the NomCom, "You should not consider anyone who has ever worked for a contracted party." I'm making that up. But that could be a definition that the community decides is appropriate to find someone outside of the ICANN environment.

And then as part of this recommendation is, should the NomCom for example require that of all of its appointees or a third of its appointees? So what criteria, what number should we strive for on the Board? I'm assuming of course that the rest of the ICANN Board are insiders. There's nothing to stop for example the contracted parties from also appointing an outsider if they wanted to. But for the sake of this recommendation, it was strictly focused on the NomCom appointees and whether or not there should be -- what the community wants in terms of the types of folks you are appointing to the Board.

UNKNOWN SPEAKER: It is only for the Board, not all the other...

TOM BARRETT:

That is correct. In this case, it's only for the Board. So again, a lot of community outreach, there will be a lot of different opinions about what the NomCom's role should be in terms of its remit, in terms of its flexibility. But that's what this recommendation is about. Alright, any questions on these recommendations?

Next slide. So again, as I detailed earlier, this is where we are in the process. Twenty-seven recommendations from the independent examiner, 27 recommendations through the feasibility assessment, 27 recommendations as part of this detailed implementation plan that will be hopefully approved tomorrow and then we're off and running for the implementation in two weeks. So however long that takes.

Any questions? That's all we have today. I think on the next slide you asked about the Wiki. I believe it's on the next slide, go back a sec. So our Wiki is some short URL there, but I think if you Google it, hopefully it pops up.

KEN STUBBS:

This is a reading test?

TOM BARRETT:

Yeah it is, I'm sorry. You can download our slides or you can Google it, you should be able to find NomCom review ICANN Wiki page, and it should pop up.

LARS HOFFMANN:

Just to add to that, for all the review actually, if you look for any of the reviews, the best starting point is there's ICANN.org website on reviews, so if you Google organization reviews, specific reviews ICANN, you get to the ICANN.org learning page, and those have links to all the different reviews and those have links to all the Wiki pages as well.

So it's better to start on the reviews rather than, you said on the NomCom. So if you start on the -- it doesn't matter for any of the reviews, ccNSO page, the GNSO page is more difficult to find that. So the reviews page on ICANN.org is the starting point. Thanks.

TOM BARRETT:

If you are in the Zoom room, Jean-Baptiste from ICANN staff also just pasted the link. So open to any questions, comments? Ken.

KEN STUBBS:

Yeah, I have a quick comment and a compliment. Tom, you and Cheryl and a couple of other people have busted their butts, to say the least over this time period and I would very much like to thank you for what I consider to be a herculean effort.

TOM BARRETT:

Any other thoughts? Bruce, you got any thoughts?

BRUCE TONKIN:

Just a general thought. I think one of the biggest challenges is the Board providing feedback on other Board members. I think part of it is it's a collegic group, it's sort of not a normal performance review context where you've got a manager and the manager does a performance review. The way we attempted to do that in the past was through a 360 degree mechanism which essentially meant that Board members gave feedback to other Board members. But there have been some controversy over that.

So I think it is a problem that needs to be solved but just sort of putting in that context, the same as this group, if we were doing performance reviews here and how people react to that information being provided to other parties. It's difficult, but I think it's needed because otherwise you're flying blind, and worse, you work off hearsay.

Because I thought what happened a few years ago when I was on the Board and I put in a 360 degree process for some of the nomination committees, it was mostly happening through hearsay. So because members of the nominating committee couldn't get feedback, they would just pigeonhole Board members in corridors and say, "What do you think of Board member X?" Which I think is worse than actually having something on paper and something more formal.

UNKNOWN SPEAKER: Yeah, I think also the reverse pigeonholing in the opposite direction is just as bad, and that's happened too in my experience; where Board members would pigeonhole NomCom members.

TOM BARRETT: Yeah, and there maybe for example, there are outside organizations that just assess Boards and maybe that would be helpful as a starting point. The Board is weak here without identifying why or who.

BRUCE TONKIN: Again, that doesn't really help you because you are talking about who. You are right, there are organizations that do reviews for Boards and give feedback, but generally they are giving reviews collectively on the Board as a whole. Again they'll often use a bit of a 360 degree exercise on individuals to help individuals improve their performance. But they're generally not designed as part of a sort of external review, if you'd like.

GLENN MCKNIGHT: I think in terms of getting feedback, you know, feedback is good. One thing we need though is for the form of the feedback to be standardized; because if we get different versions of three sixties with different questions or different things like that, the committee tries to read a lot more into the reasons for the differences than they probably should, which creates more of a distraction. So some sort of mechanism for feedback would be great but it has to be standardized

and consistent so that a committee can look at it, kind of on a apples to apples basis.

BRUCE TONKIN:

The other observation I've had from being on the Board, and I'm sure it's in any ICANN group, this group as well; there's probably two dimensions to the feedback on a person in these roles. One dimension is what I would call sort of subject matter expertise skill set. So you might sort of say, "We put someone on the Board because we thought they were strong financially. Did they turn out to be strong financially?" So that might be a skills metrics.

But the other one is cultural fit and collaboration skills, the soft skills. So then the question is, we put the world's best financial person on the Board but he or she was terrible to work with. We couldn't understand what he was talking about because it was in, you know, really complicated financial terminology et cetera.

I think your challenge when you're appointing someone to a role on anybody really is, assuming they're bringing some subject matter expertise but they've also got good, you know, communication skills, collaboration skills, that they are to be colligent.

TOM BARRETT:

My brother is an executive recruiter and this is one of his skill sets. He's very good at assessing someone's compatibility with the rest of the team so to speak. That's a skill set that you folks are being asked

to provide in many cases. So we want to make sure you have the tools needed so you can try to make that assessment as well. Thank you. Any other thoughts? Go ahead.

KEN STUBBS:

Factoring peer pressure in on these things is a difficult thing to do. I've seen situations where three sixties have intentionally been withheld. Or you know a lot of things. It's going to be a difficult task.

Actually, if we truly place that much value on those opinions, then we have to develop a methodology that really gives us the credibility and the ability to assess the politics within the Board. Because most of you have been on the Board; there's huge clicks and politics and you know, it's very, very difficult. Who says what about who, can be meaningful or totally meaningless.

TOM BARRETT:

Any other thoughts or comments? So again, for the incoming NomCom, again we're going to stay out of your way. So none of these -- we're not going to try to hopefully interfere with your process. We certainly want to understand what you are doing. Maybe be flies on the wall. So we can help us inform some of these recommendations. But you guys should be blind pretty much to what we are doing and hopefully we'll have some recommendations for next year's NomCom.

DAMON ASHCRAFT:

Yeah, I mean Tom, your group has been going now for quite some time and you guys did an excellent job with not interfering, and yet getting your job done. So keep up the good work and everybody looks forward to working with you as we go forward.

[END OF TRANSCRIPTION]