MONTREAL – ICANN Public Board Meeting (21st AGM)
Thursday, November 7, 2019 – 08:30 to 10:15 EDT
ICANN66 | Montréal, Canada

MAARTEN BOTTERMAN: Well, the last thing, last word hasn't been said to Cherine, and that will continue. I would like now to call for the organizational meeting. And for this I would invite Mandla Msimang to come forward and join the Board. Noted that also online is Ihab Osman who joined us but can't be here at this very moment, but he's with us online.

Ihab, can you hear us?

IHAB OSMAN: Hi, Maarten. Yes, I can hear you well.

MAARTEN BOTTERMAN: Thank you.

So with that, I'd like to give the word to Leon for the first motion.

LEON SANCHEZ: Thank you very much, Maarten.

So this is the resolution on the election of the Board of the ICANN -- Board -- of the chair, for the chair of the ICANN Board of Directors for next year. So this resolution is appointing Maarten Botterman and saying that Maarten Botterman is elected as chair of the Board. So I would like to call for any...

MAARTEN BOTTERMAN: (Off microphone).

LEON SANCHEZ: Thank you. So before we go for a vote, I would like to verify that we do have a quorum for this organizational meeting. So Mr. Secretary, could you be so kind as to confirm that we do have a quorum.

JOHN JEFFREY: Yes, that's confirmed. We have the two new board members added, Cherine having left. And we have a quorum.

LEON SANCHEZ: Thank you very much, Mr. Secretary. So we do have quorum.

So in regard to this first resolution, are there any conflicts of interest or any comments that anyone would like to raise?

Yes, Goran.

GORAN MARBY: Goran Marby for the record. I'm a voting member of the Board, but when it comes to voting -- electing vice-chairs, chairs or any head of committees, I abstain my vote and will not vote.

Thank you very much.

LEON SANCHEZ: Thank you very much, Goran. That is noted for the record.

And at this point, I would like to call for a vote. Of those in favor, please say aye.

[Chorus of ayes]

LEON SANCHEZ: Anyone against?

Any abstentions?

Thank you. So this resolution is passed.

[Applause]

Back to you, Mr. Chair.

MAARTEN BOTTERMAN: Thank you very much, Leon. And thank you, all. This is an honor and also comes with obligations that I'm willing to accept and I'm willing to step up to this role. And I look forward to work with this team in the year to come.

So with that, I'd like to move towards the second motion, which is the election of ICANN's vice-chair. For ICANN's vice-chair, Leon Sanchez has been proposed. And the resolved is that Leon Sanchez is elected as vice-chair of the Board. And I would love to confirm that by acclamation.

[Applause]

And with that, I give the word to Tripti Sinha.

TRIPTI SINHA: Thank you. I will now move on to reading the resolution on the appointment of membership and leadership of the Board committees. And we will resolve the membership and leadership of the following Board committees as established.

The Accountability Mechanisms Committee will be led by Leon Sanchez, and its membership includes, Becky Burr, Sarah Deutsch, Chris Disspain, Avri Doria, Mandla Msimang, and Nigel Roberts.

The Audit Committee, its chair will be Sarah Deutsch and its membership includes Chris Disspain, Avri Doria, Danko Jevtovic, Merike Kaeo, Akinori Maemura, and Mandla Msimang.

The Compensation Committee will be chaired by Maarten Botterman, and its membership includes Ron da Silva, Sarah Deutsch, Chris Disspain, Leon Sanchez, and Tripti Sinha.

The Executive Committee will be chaired by Maarten Botterman, and its membership includes Goran Marby, Leon Sanchez, and Tripti Sinha.

The Finance Committee will be chaired by Ron da Silva, and its membership includes Harald Alvestrand, Becky Burr, Lito Ibarra, Danko Jevtovic, Ihab Osman, and Tripti Sinha.

The Governance Committee will be chaired by Tripti Sinha, and its membership includes Becky Burr, Ron da Silva, Ihab Osman, Kaveh Ranjbar, Leon Sanchez, and Matthew Shears.

The Organizational Effectiveness Committee will be chaired by Avri Doria, and its membership includes Becky Burr, Lito Ibarra, Danko Jevtovic, Mandla Msimang, Ihab Osman, and Matthew Shears.

The Risk Committee will be chaired by Lito Ibarra, and its membership includes Harald Alvestrand, Merike Kaeo, Akinori Maemura, Kaveh Ranjbar, Nigel Roberts, and Matthew Shears.

The Technical Committee will be chaired by Akinori Maemura, and its membership includes Harald Alvestrand, Lito Ibarra, Merike Kaeo, Kaveh Ranjbar, Nigel Roberts, and Tripti Sinha.

The resolution for this reads as follows: Article 7, Section 7.2 and Article 14 of the ICANN bylaws call for the Board to appoint the Board Chair, Board Vice-Chair and establish membership and leadership of each Board committee including filling any vacancies which may occur in these positions during the year. The appointment of the Board leadership and Board committee membership and leadership is consistent with ICANN's mission and it is in the public interest as it is important to ensure that the Board and the committees have the properly skilled expertise to carry forth ICANN's mission, commitments and core values. This decision will have no direct fiscal impact on the organization and no impact on the security, stability, or resiliency of the Domain Name Systems.

This is an organizational administrative function that does not require public comment.

Maarten, turn it back to you?

ICANN
ANNUAL GENERAL 66
MONTRÉAL
2–7 November 2019

MAARTEN BOTTERMAN: Thank you for this.

Any discussion?

Then I would like to ask somebody to propose.

TRIPTI SINHA: I'll propose.

MAARTEN BOTTERMAN: Tripti. To second? Ron.

All those in favor, please say aye.

[Chorus of ayes]

Anybody against? Any abstentions?

Thank you. This motion has been passed.

Next, every year we also, according to our bylaws and in line with our bylaws, confirm the officers of ICANN. And for this, resolved, Goran Marby as President and Chief Executive Officer; John Jeffrey as General Counsel and Secretary; Xavier Calvez as Chief Financial Officer; Susanna Bennett as Chief Operating Officer; David Olive as Senior Vice President, Policy Development Support; Ashwin Rangan as Senior Vice President, Engineering and Chief Information Officer; and Theresa Swinehart as Senior Vice President, Multistakeholder Strategy and Strategic Initiatives.

So this is set in line with Article 15 of ICANN bylaws. Officers will be elected annually by the Board, pursuant to the recommendation of the President and the Chair of the Board. Each officer shall hold his office until he or she resigns, is removed, or is otherwise disqualified to serve.

So I would like somebody to propose.

Leon.

A second?

Akinori. All those in favor, please say aye.

[Chorus of ayes]

Any against? Any abstentions? No? The motion has passed.

At this point, within the organizational meeting, there's a portion where the ICANN Board meets as the member of PTI to take care of annual governance requirements.

Kim Davies, the PTI president, is joining us in the front row for this portion of the meeting. We'll be performing our annual obligation of election of PTI's president and directors as part of how we oversee the performance of the IANA functions.

Can you progress the...

ICANN in its role as sole member of PTI reelects Lise Fuhr to serve in seat 1 of the PTI Board, and elects Jia-Rong Lowe to serve in seat 3 of the PTI Board, which term's ending at the end of this annual meeting of the member of 2022.

Any comments, Goran?

GORAN MARBY: I want to do that after the vote, please.

MAARTEN BOTTERMAN: Thank you.

So, please, any other comments?

So I'd like somebody to propose.

Lito.

Somebody to second.

Matthew.

All in favor, say aye.

[Chorus of ayes]

Anybody against?

Any abstentions? This motion has passed.

Goran.

GORAN MARBY: I would like to congratulate Jia-Rong and welcome him to the IANA functions. Jia-Rong, if you don't know him, is the regional head of our office in Singapore, and I'm really happy that he accepted this role.

Thank you.

MAARTEN BOTTERMAN: So the other resolution I'd like to pass is that the ICANN Board confirms that this meeting is the Annual Meeting of the member of the Public Technical Identifiers and that ICANN, in its role as sole member, reelects Kim Davies as well as president of PTI.

With that, I'd like to ask for a proposed.

Nigel. And a second?

Tripti. And all of those in favor for that?

[Chorus of ayes]

Anybody against?

Okay. Also this motion has been passed.

So with this, we get to the end of our meeting, and is there any other business?

No other business. Then this meeting is closed, and I welcome you all to the public forum this afternoon.

Thank you very much.

[Applause]

GORAN MARBY: Can I make one final? I have a sense that this is going to be the best Board ever! Thank you very much.

[END OF TRANSCRIPTION]