ICANN68 | Prep Sessions – NomCom Review: Implementation Milestones and Next Steps
Thursday, June 18, 2020 – 00:00 to 01:00 MYT

LARS HOFFMANN: Hello and welcome, everybody. My name is Lars Hoffman and I'm with ICANN org, and I'm just doing a quick introduction to this webinar on the NomCom Review: Implementation Milestones and Next Steps. The webinar is being conducted by the NomCom Review Implementation Working Group, specifically the Leadership, Tom Barrett and Cheryl Langdon-Orr. This webinar is part of the ICANN68 Virtual Meeting Prep Sessions and it's held today on the 17th of June 2020 at 16:00 UTC, and the recording of the webinar will be available on the wiki page for the Review Implementation Working Party and I also believe on the Prep Session Week website.

With that, I just would like to remind everybody to abide by the usual standards for these calls. And if you have any questions, you can post them into the chat. You can also reach out to either the Leadership – Tom and Cheryl – or to any of the supporting staff. If you don't have an e-mail, just reach out via the chat or again by the wiki page. And with that, I'm going to hand it over to Tom who's going to go through the first part of the presentation. Tom, over to you.

TOM BARRETT: Thank you, Lars. I'm not going to keep the video on. I just want to say hi to everybody. You haven't seen me since Montreal. Thank you for

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joining us today for this NomCom Review Progress Report on the Implementation Working Group. Next slide, please.

So our presenters today will be myself and Cheryl Langdon-Orr. Next slide.

So to give you an overview of the format today, we'll give an overview of our working group, a summary of the recommendations that we've been focusing on and – I'm sorry, summary of all 27 recommendations, but then a summary of the recommendations that we've been working on since we started this work back in November, a summary of the community outreach that we have performed, and then next steps for our activities, and then we'll close with some Q&A. So we expect this to take about an hour. That's what we've allocated. Next slide.

So back in November, the Board approved our implementation plan and direct to the NomCom Review Implementation Working Group to commence implementation. This is in accordance with the NomCom Review Detailed Implementation Plan which we had submitted to the Board last September and we were further instructed to provide updates to the Organizational Effectiveness Committee of the ICANN Board every six months. And so our first six-month status report, in fact, is due at the end of this month. Next slide, please.

So this is an abbreviated timeline. Actually, a core group of us started this NomCom Review nearly four years ago, September 2016 when we prepared the RFP for the Independent Evaluator or Examiner. So that Independent Examiner did in fact was in fact selected and conducted

the bulk of their work in 2017 and finally delivered their final report in June 2018. After approval by the Board, we formed a working group focused on the feasibility assessment of that final report, and that feasibility assessment was finally completed at the end of 2018 and again approved by the ICANN Board in March of 2019.

So our Phase 1 of that implementation was to come up with a plan for how to implement the 27 recommendations. That plan was completed last September and approved by the ICANN Board at the November meeting in Montreal. And so, as part of that Phase 1, we held about 20 teleconference meetings in the working group. And since the approval of the Detailed Implementation Plan itself, we've held 20 more teleconference meetings up to this date.

And so our plan is, as part of that activities, of course one of the first things we did after approval in November, we identified all the activities, all the recommendations that required a call for outreach to the community. So we sent all that out in December and January and have received a fairly extensive outreach, and then we'll continue going through the various recommendations up to this point. Next slide, please.

A little bit about our methodology. Again, a NomCom Review is part of the part of the ICANN bylaws. It is intended to take place every five years. All of our activities are completely transparent. You can visit our wiki on the ICANN website and review all of our meeting agendas, our transcripts, our working documents, any action items that we've developed. We're open to anyone within the ICANN community at any

time. So if you're interested in joining, simply send an e-mail to reviews@icann.org.

And of course, we conduct ourselves in traditional ICANN manner. Everything is consensus based in terms of how we are implementing these recommendations, and wherever possible, we are reaching out to conduct, collect data and documents to help in our analysis. And of course, we are on an ongoing basis conducting community outreach when necessary in order to implement our recommendations. Next slide.

So, agenda item 2, I'm going to hand this over to Cheryl Langdon-Orr to give you an overview of our recommendations. Cheryl?

CHERYL LANGDON-ORR: Thanks very much, Tom. I'm going to encourage you, Tom, to put your video back on, seeing you just started with it. I think it gives a little extra depth and color to these static slides that we are showing. So come on back in. I managed to put on my lipstick and turn the lights on behind me. So, that's the least you can do as well. Right. So thank you, Tom. Good to see you.

Next slide. Terrific. I'm going to take you through the recommendations at a high level, and some of these of course you will have seen before if you have visited with any of our previous presentations. The Detailed Implementation Plan was set out to provide for each of the 27 recommendations, and of course it is all 27 of those recommendations that we will be in charge of implementing.

And in keeping with the timeline that we put in and if we need to change the timeline, we will do so, but we will do so with full notice. It had particular and specific desired outcomes, gave a detailed explanation of how we were going to be implementing and addressing any of the particular underlying issues that had been identified by the Independent Examiner in the final report. Where possible, we've given a measure of the current state as well as some form of metrics that we can use to look towards measuring progress. And if there were any expected budgetary implications for any of the implementation steps, these were also outlined in our Detailed Implementation Plan.

We also categorized, I suppose, is a reasonable way of looking at it, the recommendations into three different buckets of balls. And in the slide in front of you, you've got this as hopefully intuitively colored green and red. Not that the red means that you should stop and not do them, but that they are classified in a slightly different level of difficulty.

So the easy ones, they are easy to implement or least costly improvements. On the 27, there was 11 of those identified, and obviously these are the ones that you should expect to see occur quite simply and quite quickly as we go through our work. Then there was the amber color, another 11, which were normal to implement or not particularly really costly but with a cost involved set of improvements, and of course all those costs need to go through the normal ICANN budgetary process so there will be some time binding associated with that with some of these. And of course, we've got the slightly more complicated or slightly more costly ones which were a mere five,

which I think is actually excellent and are the ones that we probably will be interacting with the community at a greater level and that's where Tom referred to some of outreach and engagement that you will be seeing with us through this process. Next slide, please.

Of these recommendations, the key recommendations and those color codings are now you will see in the slide put in the recommendation number so you can track during our presentation and when you look back on this material, what we believe is easy, what we believe is going to take a little more difficulty, challenge or cost, and what we just need to make sure is done and budgeted properly for.

The first three [tabs] of the rank, Recommendation 7, which looks at Nominating Committee members with the exception I believe is Leadership positions and the particulars of a service of two-year terms and being limited to a maximum of two terms.

Then we have Recommendation 8 which seems simple but it's a very pivotal one, and that is that we maintain the current size of the Nominating Committee.

And there's Recommendation 9 where all Nominating Committee members should be fully participating and voting members, the exception of the Nominating Committee Leadership. And again, deceptively simple. That is actually a considerable challenge. Very low cost, very easy to implement, but it is a lot to change. So we do want to make sure to remind you that even simple things will have particularly meaningful outcomes once they are fully implemented.

We then have one that we have recently reached out. Tom has sent a letter to the GNSO Council Leadership, the constituencies, the SGs and C Leadership within the GNSO community to seek some interaction with them on this. Because there was a recommendation that suggested that it was essential for representation on the Nominating Committee to be rebalanced immediately and that it should be reviewed every five years. And the rebalanced immediately part In fact only affects in particular the GNSO. So, we've put together some proposed language, some proposed ways forward, and we're looking forward to engaging with the GNSO Council and the GNSO community now to work through what is needing to be done as we move towards that recommendation being implemented. We'll go into that in a little bit more detail later, or Tom will go into that in a little bit more detail.

Another one on the more difficult, more complicated, or more costly is the empowered body, a grouping of informed and experienced people that either current or former Nominating Committee members who should be gathered together into a kind of resource, a brain [inaudible] to ensure that there's greater continuity between each annual Nominating Committee, and in particular to recommend and assist in the implementation of NomCom operation improvements. As you know, each Nominating Committee at the moment starts with a blank [inaudible] and one of the very particularly important recommendations was that there is a Standing Committee that bridges that and allows for continuity, growth, and what we believe is better management of the process as a whole.

Then there's Recommendation 27, which is in the amber color and here, it's in the amber color not because it's costly, but because we believe there's going to be a need for community engagement, understanding, and bringing the community along with us because we need to have clarity on to this recommendation on the desire for and definition of "independent directors," which of course is part of the role of the Nominating Committee to appoint independent directors or to the ICANN Board. Now, of course, all ICANN Board members are independent in as much as they are in no way acting in a true representation role once they become appointed to the ICANN Board. But we do need to do a lot of work on this. We need to determine a number of specifics.

For example, if we are looking at unaffiliated and that is where the thinking is or predominantly unaffiliated so that such a director could bring in external real world beyond ICANN views to the Board governance, actions, and policy management that the Board does, then that needs to be worked within and understood, and we're looking at the number of seats within the Nominating Committee seats that would need that classification. There's a lot in that matrix and you'll know a lot more about that shortly.

I don't have the next slide, and you'll be relieved to know that is it for me on the intros. I'm going to hand back to Tom and he's going to take us into the where we've got to so far. Back to you, Tom.

TOM BARRETT :   Thank you, Cheryl. Next slide, please.

So just an overview of what we've been working on since November. So as I said, we identified 18 recommendations. And just to give you some background here, our implementation plan for all 27 recommendations included a series of implementation steps that we thought we would follow as part of that implementation. So 18 of those basically the initial steps included reaching out to the community either – sometimes there was the SO/ACs that were appointing members to the NomCom or it was the SO/ACs who received appointees for the NomCom or it was the ICANN staff, etc. So we consolidated all those requests to the community and sent those off in December/January, and I think virtually everyone did respond in some manner. And so there may well be another round as we proceed on the implementation of these recommendations.

We also targeted those Recommendations, specifically 2, 3, and 4 that we thought would require a budget request. And then finally, Cheryl just reviewed six or seven recommendations that were prioritized where we thought they had potential bylaw impact, and she just summarized what those were. Next slide.

So a little bit about some of the recommendations we've worked on. Recommendation 1, it was to come up with a standard job description for what it meant to serve on the NomCom. So formalize a job description for NomCom members that emphasize experience, diversity, independence, and provide that description to all the SO/ACs that appoint members to the NomCom. And so again, we've drafted a job description and we haven't fully implemented this recommendation, but soon we'll probably be circulating this for

review before we finalize this for this recommendation. Next recommendation, please.

As I mentioned earlier, there are there are three recommendations that involve training. One is to implement and formalize training for NomCom members, understanding of the roles and responsibilities of Board directors and high performing Boards. There's a recommendation for training for NomCom Leadership to understand their roles, authority, and responsibilities. And a second point to this was to ensure that the chair is actually appointed on a very fixed timeline that occurs earlier in the cycle so that the new Leadership team can hit the ground running well before they kick off their annual cycle.

And the fourth recommendation was to formalize NomCom members training in the candidate evaluation process. And so we've been working with ICANN org in terms of identifying the appropriate course format for these three particular types of training when not, for example, they should be face to face or online, what type of content would be used for these classes as well as, as I said earlier, the expected budget cost for these classes. Next slide.

So now we start to get into some of the recommendations that Cheryl has spoken to that we thought might have potential bylaw impacts. And so the first one we'll talk about is Recommendations 7, which recommends that NomCom members, except for Leadership should serve two-year terms and be limited to a maximum of two terms.

So just to give you an overview on what the working group has further defined as part of this recommendation, it's identified there would be a minimum of a two-year gap between the two-year terms that someone is eligible to serve on the NomCom. Further, if you've already served on the NomCom, that past time served does not count against your term limit. And so again, anyone who's already served on the NomCom, all that time will be erased and we'll start this term limit calculation once the bylaws itself get passed by the ICANN community.

We've also identified how we transition to this new plan because the goal is that only half of the NomCom turns over every year. So this is the way to ensure some continuity of the NomCom. And so we have taken a look at all the SO/ACs who appoint members to the NomCom and selected essentially which ones we thought would start off with a two-year term versus a one-year term after approval of the bylaw change. And again, in terms of the calculation of the term limits, any member who is serving that initial one-year term during the transition period, that one year would not count towards the calculation of their term limit. And then after some review with ICANN Legal, it turns out we had to get a little deeper and detail what happens, for example, if a member resigns from the NomCom and how does that impact the calculation of their term limits. So, next slide please.

So we asked the question, what is the criteria that will determine how partial terms impact the term limit restrictions? So what we identified as a key threshold was obviously when that departure occurs. And as you know, typically the NomCom at the Community Forum, which

typically happens in the June timeframe, does their selections for the ICANN Board and the other bodies that it appoints to. And we decided that was a key milestone that we would use to help calculate the term limits for anyone who's left early from the NomCom.

So essentially, if they left prior to that milestone, the Community Forum, then whatever time they had served on the NomCom up to that point would not count towards their term limits. If they left after that milestone, then it would occur towards their term limits. And in fact, they would have considered to have completed their full two-year term for purposes of the term limit calculation. So again, obviously, that applies if they're serving their first two-year term. They are eligible for two two-year terms. But if they resigned after the completion of that Community Forum, then they have considered to have completed a full two-year term. If they resigned prior to that threshold, that term serve does not count. And again, this is irrelevant on whether or not the NomCom actually does complete their activities at a Community Forum or if they have to continue after that meeting, for example, if one of their appointees has to drop out and have to find someone else.

So Paul made a point. That might be a typo on the slide. We're talking about the June meeting. So typically, nine months into the NomCom cycle.

In addition, we identified what happens to the replacement for that departing NomCom member, how does their coming in to step in for someone else's term effect their term limit calculation? And again,

we're using that same threshold of where the NomCom makes their appointees. So again, if they replace someone prior to that threshold then they will be considered to serve a full two-year term in terms of their term limit calculation. However, if they are seated – and again "seated" is the key word here – it could well be a different date than when the member departs from the NomCom. But if they are seated after the completion of that milestone by the NomCom, of appointed members, then they will not have the remainder of that term count towards their term limit.

So the point here, obviously, is that someone could resign, let's say I'm on the Registrar Stakeholder Group and someone resigns, and the Registrar Stakeholder Group takes three months to find a replacement. The key date for calculated term limits is when that replacement is actually seated of a NomCom, even though three months have passed that that seat has been filled. So these are again the proposed bylaw change for two-year terms. Next slide.

So some other detail in terms of how this might impact certain people are term limits dependent on which entity appoints the NomCom member, meaning if I serve a two-year term on the Registrar Stakeholder Group and I joined the Business Constituency, am I starting from scratch in terms of my term limit calculation or does that two-year term that I served in the other stakeholder group follow me? And the answer is the term limits are not dependent on which entity appoints you, which means that if you served previously in another stakeholder group then that time served does count towards the calculation.

Another question: does the time served by appointees before the new mechanism becomes effective count towards their term limits? Effective in this sense means that the bylaw change takes effect for each SO/AC who are appointing members to the NomCom. So anytime served prior to that will not count towards term limits. So for avoidance of doubt, this applies to NomCom members who served on the NomCom directly prior to the first NomCom cycle occurring after the bylaw change comes into effect for that respective SO/AC. Even after we passed the bylaws, if you are one of the SO/ACs that are part of the one-year term as part of our transition, that one year will not count towards the term limit calculation. Next slide.

Recommendation 8, as Cheryl mentioned earlier, is that we maintain the current size of the NomCom, and that will be important when we talk about Recommendation 10 in a second. And Recommendation 9 is that all NomCom members should be fully participating and voting members, except for the NomCom Leadership. So under the current structure, the SSAC, RSSAC, and GAC are all considered non-voting members or liaisons to the NomCom. And typically every year, each NomCom at their kickoff meeting will decide whether or not the RSSAC and SSAC will be voting or not for that particular year.

So this recommendation basically says that discretionary action no longer takes place. The RSSAC and SSAC will be voting members if this bylaw is approved by the community. They will have the same term limits applying to them that will apply to everyone else. So again, SSAC and RSSAC will have the same two-year terms.

The third non-voting seat, which currently is held by the GAC, however, the GAC has elected not to fill this seat in recent years. We have not yet addressed what would happen if the GAC decides to fill their seat. Next slide, please.

So Recommendation 10 says that representation of the NomCom should be rebalanced immediately and then be reviewed every five years. So again, this is within the ICANN bylaws. The implication of the IE report was that much has changed within the ICANN community and the NomCom which originally was intended to be representative of the ICANN community, perhaps no longer is as representative as it should be. So as part of this recommendation, we're instructed to examine how the rebalancing exercise might occur. And if you look at this structure, as you can see, we had several thoughts about where rebalancing perhaps could take place. So if we go to the next slide, please.

So here's what the working group has decided in terms of this recommendation. First of all, the current allocation of the 19 seats across the various SO/ACs remains unchanged, and so the allocation as it stands today is not going to change per this recommendation. The GAC seat is going to remain an unfilled seat. We note that only the ALAC and GNSO have more than one seat.

Our second point is that a GNSO has evolved over time. It has additional constituencies and stakeholder groups. So looking at the ICANN bylaws, however, the GNSO's allocation is very specific about how they award NomCom seats. And so it does not allow for its growth

and future growth. It does not allow for flexibility in how the GSO allocates their various seats.

So we had some choices. The working group could have decided how perhaps that rebalancing should occur, but we decided that relation to those seven seats of the GNSO, that the GNSO constituencies and stakeholder groups themselves are the parties that should decide how to allocate the seats for the NomCom. So what we're suggesting is a bylaw change that will basically allow the GNSO the flexibility to do the rebalancing exercise themselves.

So we've drafted some language. Cheryl said we did send off a letter yesterday to the chairs of all the stakeholder groups within the GNSO with proposed red line language for the bylaws. But essentially the bylaws today say that the Registry Stakeholder Group will get a seat, the Registrar Stakeholder Group will get a seat, etc., and we are proposing simply to say the GNSO gets seven seats and they will decide on their own how those might be allocated.

So if this bylaw change makes approval of the community then the GNSO constituencies and stakeholder groups will then undertake rebalancing exercise to decide how to allocate its seven NomCom seats and the outcomes can be anything from no change at all, maintaining the status quo, or they could rotate the seven seats among the more than seven constituencies and stakeholder groups or anything else they might want to come up with. So it'd be totally at their discretion if we get this bylaw changed through. Next slide.

So Recommendation 24 refers to the NomCom Standing Committee. And again, we thought this might have a potential bylaw impact. But this is an empowered body of current and former NomCom members should be formed to ensure greater continuity across the various NomCom cycles and in particular recommend and assist in implementing improvements to NomCom operations.

So we're currently working on a charter for this Standing Committee. And so the charter, first of all, emphasize that this is separate from what the NomCom itself participates in as part of its annual process, and so we'll clearly identify the role of the Standing Committee to not be involved in the NomCom annual selection process. But really, its role is to ensure institutional memory of the NomCom.

Each year the NomCom does produce an annual report with a series of recommendations for the future NomCom, and so the Standing Committee can help implement those particular recommendations, especially the ones that perhaps require more community outreach and involvement. Of course, the Standing Committee will help improve NomCom's outreach and relationship overall with the ICANN community.

In terms of the composition and size, this is still very much a work in progress. We're thinking the size will be about five members. There's a scenario here that I think we've moved away from and we envision perhaps those five members being selected from among the SO/ACs that appoint members to the NomCom today through some sort of rotation. And of course, the current NomCom associate chair would

also be the fifth member of the Standing Committee to provide some continuity to each year's NomCom.

So, in terms of how we institutionalize this recommendation, it could be a bylaw change or it could be something less than a bylaw but something that is approved by the Board in terms of a charter that undergoes a public comment period. At any time we need to change it, of course, then it would undergo an additional public comment period. So we are still deliberating on how we accomplish this Standing Committee in terms of whether it's a bylaw change or some other structure. Next slide, please.

What's interesting is, there are several other recommendations that we are working on that all involve this Standing Committee. So when you think about the charter, what else might be in the charter of the Standing Committee includes some of the recommendations we've already talked about. So, maintaining the job descriptions for members who serve in the NomCom working with the current and former NomCom and Board members to determine the optimal timing for the appointment of NomCom Leadership. As I said earlier, sometimes it's too late for them to implement some of the recommendations in the annual report. And so one of the work products we want to come up with is a very fixed timeline for how the NomCom works and interacts with the ICANN Board and the various SOs and ACs that it interacts with.

We'll update the role responsibilities of the consultants used by the NomCom for recruitment and assessment, and of course, perform

annual outreach to the Board, SO/AC, PTI Board to receive feedback on the needed competencies for their open positions filled by the NomCom, and implement feedback mechanisms to assess the effectiveness of the evaluation consultant as well as the recruiting consultant, as well as the assessment of how well the NomCom is doing its job for the bodies receiving its appointees. Next slide, please.

The last recommendation we want to talk about that might have a bylaw impact or might not is the recommendation that says, "Provide clarity on the desire for and definition of independent directors upon clarification of desire and definition determine the number of specific seats for independent directors."

So this recommendation has caused a lot of confusion because there is already a definition for the term independent directors under California law, and so we want to make it clear that this recommendation is not looking to override or compete with the current California law definition for the ICANN Board. And so we are using a different term for this recommendation called ICANN unaffiliates to make it clear that it's not to be confused with what ICANN Legal thinks of as independent directors. So per the Independent Examiner, the intent of this recommendation is to increase more outside perspective for the ICANN Board. This desire would be institutionalized again, perhaps in the NomCom operating procedures, perhaps in the charter for the Standing Committee, and it might even extend to having aspirational goal that each year the NomCom strives to select at least one director with little or no prior connection to ICANN, including its SO/ACs. Again, if the NomCom

desires to deviate from this goal, then again that should undergo a public comment period so there's full transparency and accountability for any such change that might be desired. Next slide.

So that's our progress report. I'm going to turn this over to Cheryl to talk a little bit about our outreach.

CHERYL LANGDON-ORR: Back to me. Thank you, Tom. If we can move to the next slide, please. Terrific.

Community outreach as with most things that ICANN does is absolutely key, and we're going to be as the Review Implementation Working Group nurturing this relationship wherever possible and relevant. And we'd like to just bring you all up to speed on how we feel about it is sort of three different phases.

First of all, we're going to be working in outreach on 18 of the recommendations. These recommendations have been sent to the Nominating Committee, ICANN and PTI Boards, the IETF, the SO and ACs back in January and we appreciate all of the feedback that we've had on all of that. We have got a link available in today's presentation material that can give you what particular input has been received on all of these implementation steps.

Next is the particular issue of our reaching out to the GNSO constituency and stakeholders via the letter on Recommendation 10 that was introduced in today's call and I think detailed very well by Tom, but obviously that letter was only received today by the

Leadership of the SGs and Cs and the GNSO Council, and so there's going to be a little while for them to digest it to promulgate that amongst their membership in the case of the SGs and Cs, and to formulate some sort of reactions and responses. For some of you, you'll have heard it first here now. We've given them some draft language to look at, which we've taken you through today, and we're looking forward to any possible scheduled internal discussions that they might be able to have and getting the feedback on how they believe they might be able to rebalance the [audio break] some additional outreach and this is during the implementation. My Internet is unstable so let me know if my audio becomes erratic and I will switch to a phone. The additional outreach is expected during the implementation where we're going to be keeping the ICANN community up to date on how we're progressing on each of our issues, on any changes or change requests that we've had received in terms of input, and of course any of our agreements reached and developments in terms of our implementation for 27 recommendations. Our intention is for anything that results in a bylaw change that these should be bundled and we would obviously be running the normal community outreach associated with any bylaw change within ICANN and we will have the usual –

Sorry, I think you should move to the next slide now. My apologies. I should have said that. Thank you. I'd moved on in my head and not on the screen. Apologies.

All of that will be subject to the usual public comment, the usual feedback by the community, and the usual requirements for wide

scale community support for any such bylaw changes to be finally enacted. With that, after me bungling my slide precision, I'll get you to move to the next slide and hand it back to Tom.

TOM BARRETT: Thanks, Cheryl. And so we're just on a final part of the agenda here in terms of our next steps. Next slide. please.

So again, we're continuing our work on these recommendations. We'll define the composition and scope, drafting of the charter for the NomCom Standing Committee. We'll finalize the recommendations that we believe should have bylaw changes and bundle those together for review, and of course make sure we update all the pertinent charters to reflect those proposed bylaw updates. We'll update the timelines and process flows describing the interactions between the NomCom and the ICANN community. This includes SO/ACs appointing members to the NomCom, SO/ACs receiving bodies, essentially, receiving appointees, as well as candidates, as well as ICANN Board, etc. So again, we are instructed to provide updates to the Board's Organizational Effectiveness Committee every six months. So the first one we're submitting in a few weeks and we'll submit the next one by year end.

So I think that's all we have today. Next slide. So we'd like to go to Q&A. Both Cheryl and I are available for any questions that you might have regarding this NomCom review.

CHERYL LANGDON-ORR: And, Tom, a couple of things. I just wanted to recognize we have quite a number of our NomCom Implementation Review Working Group members on the call today. I wanted to welcome them, and of course, any member who wants to jump in with an answer, they're more than welcome as well. We just steer the boat. There is quite a few crew aboard. With the material that's published with today's webinar, the astute amongst you will notice we've taken you through about 30 slides, including these fillers. But the Q&A moment and the [whole] of things, but it's like a 75-slide deck. There is a lot more material. There's a lot of background material and we'd like to encourage you all to download it and have a good look at all of the following material as well. Because what we've given you so far today is the cook's [inaudible] and the tasting menu, but all the ingredients are there for your reading pleasure.

I believe we've covered a lot of the questions as we've gone through. Can I ask staff, are we aware of any questions coming on to chat that we haven't dealt with? Because I'm not seeing any hands up.

LARS HOFFMANN: Cheryl, this is Lars. Can you hear me? Stephen asked a question in the chat. He's called up quarter to the hour and I don't know the context. I responded to him and I wasn't sure what the public comment on that was about but then the question that is left open. And then there is a comment by Lawrence 10 minutes to the hour regarding the PTI Board. So I don't know if you want to answer them now or reach out to both or later on. Thanks.

TOM BARRETT: I could read it; that would help. Stephen asked, "Realistically, is there enough time for a public comment period, given that NomCom has to stand aside until the SO/ACs have finalized their Board appointments. So I don't know if that's the comment you're referring to, Lars.

LARS HOFFMANN: Yes, that was the question. Right. And then there's the comment further on by Lawrence about PTI Board. I can read that out as well.

TOM BARRETT: I think the short answer for this is, Stephen, we will take whatever time is needed to conduct our community outreach get approval for the bylaws. We don't know what NomCom cycle they will take effect yet. And so if the implementation isn't done in time for say October, November, then it will not impact the upcoming NomCom cycle. And don't forget there are 27 of these and they all will be implemented independently of each other.

Lawrence's question – you want to draw the committee's attention to the fact that the remit of the NomCom now employs PTI Board members but no adjustment has been made to NomCom's membership based on this. Where are the calls by stakeholders for representation of how this can be accommodated under the current review?

So certainly, the PTI was in place where the IE performed their initial assessment. I know because the PTI has been in place for four years now. So it's just simply wasn't one of the recommendations that came out of the IE report in terms of deserving special treatment in terms of how the NomCom membership is based.

CHERYL LANGDON-ORR: We do have as part of that recommendation that of course every five years, the rebalancing exercise needs to be looked at holistically, because that's the word of the day now. So simply, it wasn't a recommendation amongst the 27 recommendations made by the Independent Examiner and being implemented by us, but it certainly could be an issue that comes up in the every five years review on this particular item.

TOM BARRETT: Lars, are there any other questions that you want to highlight in the chat that we should address?

LARS HOFFMANN: I don't think so. I think we covered the questions and comments.

TOM BARRETT: Are there any other questions from attendees? Feel free to raise your hand. Fantastic. Well, I think we're at 12:55 –

CHERYL LANGDON-ORR: Lawrence has his hand up. Lawrence, do you have microphone? Would you like to speak?

LAWRENCE OLAWALE-ROBERTS: Yes, thank you. I'll be very brief. I asked this question before with regards if a similar letter sent to the GNSO was also sent to At-Large. I didn't get an answer on that and I just wanted that answer. I want an answer on the record.

CHERYL LANGDON-ORR: Lawrence, in fact, you did get an answer because I typed it. So if you scroll back in chat, you will find that it definitely is on the record, but I'm happy to reiterate it. That was I explained that in fact the identified area that the Independent Examiner focused on was in fact out of the GNSO and that the At-Large Advisory Committee and the At-Large community is created out of a balance of the five ICANN geographic regions, and that is the reason why At-Large or ALAC has five seats on the Nominating Committee, so there was no need to ask them to rebalance. This is not a geo population exercise. It would mean ALAC and At-Large is representation. It is a geo regional one. Does that help?

LAWRENCE OLAWALE-ROBERTS: Well, that helps but it doesn't, to a large extent, address the concerns that I raised basically when you break down the NomCom composition in the line of constituencies. We might say we have seven seats in the GNSO but there are different constituencies involved. Right now the constituency with the largest seat on the NomCom still

remains At-Large. If there's going to be a rebalancing, it's doing this in terms of the argument you propose the examiner focusing on the GNSO. What we are focused on here is rebalancing NomCom membership. So it's something that has to be done holistically. I think [audio break] should also go to ALAC and see if there's a creative way of maintaining the numbers we have in NomCom and having more participation on board. Thank you.

CHERYL LANGDON-ORR: Lawrence, thank you. But of course, the largest number of seats actually belongs to the GNSO because of the current bylaws and the way it was designed to take care of the stakeholder groups and constituencies, or in those days it was just constituencies at the time that the Nominating Committee was created, so rebalancing the historical design and the requirements for evolution. But regardless, every five years it gets to be reviewed as well.

TOM BARRETT: Thanks, Lawrence, for those comments. I'm sure we'll discuss it as well to make sure we didn't miss anything at our next meeting. Are there any other questions or comments before we close for the meeting? All right, I think we are done. Thank you. Thank you very much, everyone –

CHERYL LANGDON-ORR: There's one last slide saying a few contacts. That's all. And now we're done.

TOM BARRETT: That's right. If you have a burning desire to join us, please let us know. We always love new perspectives and new members. I think we're done. Thank you, Cheryl. Thank you everyone else for attending. You all have a good day.

CHERYL LANGDON-ORR: Thanks, everyone. Bye for now.

LARS HOFFMANN: You can stop the recording, please. Thank you.

[END OF TRANSCRIPTION]