

PRAGUE – At-Large Rules of Procedure & the ALAC Metrics Subcommittee Meetings
Wednesday, June 27, 2012 – 16:00 to 18:00
ICANN - Prague, Czech Republic

Cheryl Langdon-Orr:

Thank you, ladies and gentlemen. My name is Cheryl Langdon-Orr and we will formally start this meeting momentarily. I just wanted to do a little bit of housekeeping before we get too far in. I fully expect some more people to join us. It's the nature of these types of meetings when we're all so busy that we get caught in corridors between meetings, etc., etc.

That said I want to be very clear that for this Rules of Procedure Review Working Group we will be doing a little bit of committee of the whole work, in other words working together here just to begin with and then we will be breaking up into groups – what's called break-out groups. We are then going to actively workshop some of these Rules of Procedure, okay? That is the plan.

While we are working in the committee of the whole, in other words in this format here, we do have interpretation and again, my undying thanks to you all ladies. It is all ladies at the moment, isn't it? I think so – whew! I don't want to upset him. But when we do break-out you can all have a much earned break yourselves and we can just deal as best as we possibly can do, okay? There is no alternate to that with the current technologies.

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That said, if I could ask Gisella to do the usual beginning of meetings for us with the roll call and any apologies please.

Gisella Gruber: Welcome to everyone here in Prague on Wednesday the 27th of June at the At-Large Rule of Procedures and the ALAC Metrics Subcommittee Meeting. In the room here with us today we have Sylvia Herlein-Leite; Sergio Salinas Porto; Eduardo Diaz; Carlton Samuels; Evan Leibovitch; Holly Raiche; Sala – sorry, I don't have your name under my eyes; I'm so sorry; and Yaovi Atohoun and Cheryl Langdon-Orr.

From staff so far we have Heidi Ullrich and myself, Gisella Gruber. Matt Ashtiani and Silvia Vivanco have joined us as well. We also have Fatimata Seye Sylla who's joined us in the room. I do not have any apologies noted. Darlene Thompson apology. If I could also please remind everyone to state their names when speaking. This is not only for the transcript purposes, but also for our interpretation in English and in Spanish... in French and in Spanish here. Thank you very much.

Cheryl Langdon-Orr: Thank you very much, Gisella. Heidi, you want the microphone? Okay. Just the technology might be sometimes a bit of a mystery. We also had a slight power issue that the wonderful guys who make the magic happen in these rooms managed to fare it out and fix before we started.

But the old technology has followed us. The flip charts we requested – you know, good old-fashioned pieces of paper with pen for the breakout session – there appears to be only one in captivity in the room. I know I'm certainly aware of others around the building but

people like to keep their pets. So we have several groups and only one flip chart so we might need to literally tear bits off the chart and some of you will have to work on the horizontal rather than the vertical. So much for going back to basics – never mind.

Now I'm walking down here so I've got some chance of actually reading the screen and the agenda. And we're now looking and we're tracking okay on time so that makes me happy. We want to review all the work on the basics – in other words, what has been completed between Costa Rica and now.

There was an ad hoc group and I trust someone – I don't know whether it's Sala or someone – but someone has got some news for us – how we're going with the first section and the definition section. We'll then look at how we're going to carve ourselves up. Any number of bits and pieces could go into a couple of the sections and I don't want you to feel that they have to be in concrete today.

It's perfectly reasonable for a breakout group to discuss a rule today and then it end up in another section. That's okay. This is a sand pit and we're doing first sketching, so nothing in stone; no mistakes – we just need to talk it out. So that's the purpose of today.

The secondary purpose of today of course is to basically plan the huge amount of work that we all have to do between now and Toronto. Between now and Toronto we have to have a fully drafted ICANN legal checked, socialized by calls to public comment to our community Rules of Procedure for the ALAC to consider.

Now I actually think we'll probably get them to do it as light on Friday as humanly possible because we'll still be scribbling something on Thursday morning, but that said, our aim is to get it there sooner rather than later. That means we've got to leave this meeting energized, excited, desiring to put pen to paper, finger to keyboard, not watch the movies on the way home in the airplane and jot down notes to contribute to the Wiki space. And feel free to put it in Swahili because I will find a way of getting that moved from that text script to the one I can understand which of course is Strine.

Right, that said, the first time we went through our meeting and we have established that we, as I reported today to the leadership of the regional At-Large organizations, we'll be dishing this cake up in three layers. The stuff that people tend to look at first is the icing – what's the cake look like? Is it strawberry or is it chocolate and how pretty is it?

And that's where we're really talking about our definitions – why we're a cake at all – and that has been subject to a little subcommittee pace of work. So I'm unaware of significant work in the other sections. If I'm wrong, let me know, but otherwise I'm really only going to call for a report from the one group that's been operational to date, so over to you, Sala.

Salanieta Tamanikaiwaimaro: Salanieta Tamanikaiwaimaro.

Cheryl Langdon-Orr: Certainly, go ahead. No, no, no, no, no, please identify yourself.

Eduardo Diaz: This is Eduardo. I just have a question. Are we going to come out of this meeting with some kind of timeline so we know more or less how we're going to do this so we get to Toronto?

Cheryl Langdon-Orr: At the end we'll have a dream. We'll have a dream. Go ahead, Sala.

Salanieta Tamanikaiwaimaro: Thank you, Cheryl. Salanieta Tamanikaiwaimaro for the transcripts in relation to the sub-working groups. I attempted to generate a group Skype thing but I was unable to get everyone to agree to a certain time. I apologize for that. I've also been requesting for the names of people who volunteered. I have some; I made contact with them but I'm sad to report that no drafting was done but I'm happy to undertake that if you would like, we can have the draft finished by this meeting if you want.

But the thing is I can do it by myself and it'll be faster, but I also recognize that I don't know, the innuendo or the innuendo I got was you can't do it by yourself; you've got to do it with others.

Cheryl Langdon-Orr: Sala, I hope you were all listening at the celebration – the 10-year celebration – because what I said – because we'd all been asked to go through the challenges that we had during our time as Chair – and my answer was, "I don't do challenges; I do opportunities." There is absolutely no problem with no pen to paper. It is what it is and we have a golden opportunity then today for all three parts of the cake to be

dealt with. The icing is not ready before the rest of the mix. Could be good; might make it easier to make it strawberry icing instead of chocolate. No problem at all.

Yes, I do understand it's often easier to have just one person drafting, and if that's what you all feel comfortable with from your breakout session today, great. But what will have happened then is you will have – if you end up holding the pen – have had the benefit of the interactions that we're planning for today. And I'm really keen to get us onto that part of the business.

So absolutely no problem; these things happen. Last time I checked, you were all volunteers, right? You give – you give – and I know the LACRALO people have heard me say this already today – you give measurably some of the most valuable things you have as a human in our busy world. You give your volunteer time. It is more valuable to you than your work time and I can give you chapter and verse and scientific studies that will prove that if something is a stressor in your volunteer world, it will affect you far more deeply, far more personally and far more emotionally than even in your work world.

I've managed volunteers since I was 14 years old. There ain't no surprises, but there is a need to recognize what we are and that is fitting stuff in and around our real life. Gotta get your life/work balance straight and if you don't manage to pull things together, eh, it happens. That's what today is all about. So do not apologize; no apology necessary and thank you for probably penning it, I would suggest. Okay, Alan, please go ahead.

Alan Greenberg: Thank you. I too have been working in volunteer environments for 40-odd years. Sorry, I didn't know it was a contest. And I have been working on communally drawn-up documents for that long. It is in general – especially for volunteers who have limited time – infinitely easier to have a little bit of a discussion; one person drafts something and the others in the team critique it, maybe tear it apart, maybe redraft it. But it is far easier to focus on something in writing than the concepts.

So I happen to think that a little bit of discussion – one person penning and then the rest of the small subgroup ripping it apart to the extent necessary is the way to get the best document and don't feel ashamed about it.

Cheryl Langdon-Orr: I couldn't agree more with you, Alan. Go ahead, Sala.

Salanieta Tamanikaiwaimaro: Just to clarify for the record, we didn't even get to meet and I was also instructed that no communication was to happen on Skype, that it had to happen for a teleconference. And secondly, I happily volunteer to draft.

Cheryl Langdon-Orr: And we're going to take advantage of that, trust me.

Alan Greenberg: I did say cause I worded it carefully – a little bit of discussion first if possible.

Cheryl Langdon-Orr: Okay. Again, back to Cheryl Langdon-Orr because I've got the stick. Come on, guys. It's exactly the time I said it would need to be in the agenda for us to do the fun stuff. Now there's not quite so many of you as I had hoped, but never mind. Can I ask – do we have remote participants that we need to allocate? Thank you, Gisella.

Gisella Gruber: We don't have anyone on the phone line; however, I have noticed that we've got Lance, Roosevelt, Jacqueline's on the AC as well but she's stuck in a NomCom meeting. So we've got people who are participating on the AC Room, but not in the audio on the phone bridge.

Cheryl Langdon-Orr: Okay, while you've got the microphone, perhaps you might introduce us – or whoever, yeah – take a short straw staff, don't mind which of you jump into this actually – how we're going to actually logically work these different breakup sessions cause that's what we're about to do now. I think we'll have to go with two or three. I'd like to go with the three if we can cause we have three layers of the cake and I'd really like to do three layers of discussion today.

Gisella Gruber: It's Gisella speaking. Just with regards to the AC Room, we've got the current AC Room that we've got up here; we've got the ROP AC Room and the Metrics AC Room to have three different rooms.

Cheryl Langdon-Orr: That will be perfect. So if you are listening to us on Adobe Connect from the Rome Room, you will need to listen to the instructions shortly to go to whichever room will be discussing the topic you're interested in. Okay? I know this is a little bit complicated, but so is moving chairs around in a circle.

I would like you to think now – and it doesn't have to be the same people who put their name forward first – those of you who are interested in discussing – let me try and get the word that will interpret well – the mechanisms by which the ALAC operate – in other words, the set of rules that relate to how its open business is conducted; how it may change from open business to closed; what it needs to do if it changes from open business to closed; things like how it will take on the possibility of proxy if a vote is called and recognizing that it is an expectation of the ICANN Board that we will primarily work in a consensus model, not a voting one. Alright, that's actually written in bylaws, okay?

So it's the way meetings are conducted; how meetings are conducted; if you've got time, role of people in those meetings, alright – that sort of stuff. Think about that. That's one puddle of work we need to do.

We have the Metrics Working Group working on the metrics and we're not going to discuss the metrics here today cause we just don't have

enough people to do it and certainly no flip charts. What I'd like you to do is think about the rules that need to be in place should a criteria or a quality which will be elsewhere in our roles not be adhered to. I'm sorry, Sandra, I didn't realize you were that far down and I keep creeping up front. My apologies for my back.

So what I want you to think of in that group – and this is important – do not get drawn into how many meetings an ALAC member has to attend; do not get drawn into if someone does not represent the ALAC and At-Large in the best interests of ALAC and At-Large. Think about what happens if they don't. So not how we measure it, but what happens if they don't. Alright? So that's a group in its own right.

And then we've got the icing on the cake – the definitions... I mean, some of it is no-brainers; we know we've got bylaws we need to refer to – but in the definitions it's about the "us" part. What is the ALAC; how is it formed; what are the expectations of the 15-person ALAC; what are the expectations of the people who represent the ALAC when the ALAC selects – please note I'm using language very carefully here – selects or appoints them.

We also in the business part – and I've kept it separate. If you feel you've done enough in how meetings go and what's a quorum and what happens if the Chair is not able to be in the room – who takes over – how long do you wait for a quorum – all that sort of ruling – if you have time, then I would like you to look at... there will be offices identified – note I'm not saying what type of offices; I'm just saying offices identified in the icing.

It's going to say 15 people, some of which will be the offices and we've got the five geographic regions and the way the ExCom's built now – that's fine. But it's then those people in the current rules are elected. Now you need to first decide do you want to make it selected and then you might be able to ditch half a whole pile of silly little rules. If you decide it's going to be elected, then you have to go to those silly little rules and look at what - if anything - might need to be modified.

So there's the three groups. I want you to organize yourselves quite literally as Tijani I see. Literally, we only have one flip board so one group should cluster down there about the flip board and some people might be more comfortable working on their computers. But I really would like you to use... we'll tear some paper off that flip board. Make your notes on the chart so we can actually gather them back together.

But also feel free to make the notes in the Adobe Connect Room because one of you has to watch that room. One of you in the group has to be the voice of those people. Three groups – we'll have one down that corner; we'll have one over there and we'll have one over there. I see first of all Tijani and then Eduardo.

Tijani Ben Jemaa:

Cheryl, when you speak about the expectations, you are already in the metrics, so I don't think we have to worry about the expectations now. It's not here.

Cheryl Langdon-Orr:

Tijani, in terms of the very generic things such as acting in the best interests of ALAC and At-Large, those expectations. We expect them to

be making themselves available; we expect them to attend; we expect... you know, those very, very basic things. You'll be after Eduardo. Go ahead please, Eduardo, and sorry, Alan. I didn't...

- Eduardo Diaz:
- Eduardo Diaz. The question is about process. When we get together in these groups and we're going to work in these different groups, are we using as a base what's covered there or are we just going to do brainstorming?
- Cheryl Langdon-Orr:
- I would suggest you should feel free to refer to what is currently there to see what you dislike or like but this is free-flow thought; this is brand-new ballgame. You might find bits you just want to pick up and stitch in. Great. You might find bits that you never want to see again. Very possibly. Sala?
- Salanieta Tamanikaiwaimaro:
- Salanieta Tamanikaiwaimaro for the transcripts. I'd just like to say from a drafting perspective, you know how you have the Rules and Procedures and how it's currently drafted but what I was going to suggest was I concur with what Cheryl is saying and it makes absolute sense. In relation to what we've seen in our community as a global At-Large community is that there's a lack of general understanding on what are RALOs' obligations; what are the expectations of the ALAC or obligations of the ALAC and that sort of thing?

So what Cheryl is trying to sort of say – I apologize, Cheryl, if I’m assuming what you’re thinking – but from a legal perspective or drafting perspective, in terms of the Rules and Procedures from administrative logistical point of perspective, I think is a distinct matter and it’s important that when we draft – this is a suggestion – that there is a distinction made between that and in terms of structural obligations – so what’s a RALO; what are expectations; what are RALOs supposed to do?

Cheryl Langdon-Orr:

So this exercise, Sala, we actually have to stick just in ALAC cause that’s the time-critical bunch – just ALAC, but keep side notes on that cause the work after Toronto is all about what you’re talking about. And if we can get on to it, we will do it earlier. At the moment, those things are absolutely defined by the bylaws. So as providing in our rules we refer to the bylaws, we’re fine. I have Alan, then I have Yaovi.

Alan Greenberg:

I was asked by the Metrics Group to go through the current rules and try to extract all of the requirements and such of what people do. And I did that and I formulated it into... I took what I found and then I made some suggestions with a whole bunch of questions and I realized as we were sitting here that was only sent to the Metrics Subgroup. So I will immediately forward it to the other group. I do ask – clearly not in this meeting necessarily – but to the extent you have answers to any of the many, many things I put highlighted in yellow, if you can get them back to me and I’ll try to redraft.

Now that in fact straddles the boundaries between metrics and the infrastructure – the definitions that Sala was leading. So I'm not quite sure where it fits. A fair amount of that work has already been done now, presuming all the questions are answered.

Cheryl Langdon-Orr: That's terrific, Alan. What I suggest we do is we take the traditional approach – Cheryl for the transcript record – that we tear power map in half and we give Sala one piece of the part and we give the other team the other just for now. We'll just share it and each team can cherry pick what they want out of it I think.

Alan Greenberg: Yeah, I wasn't claiming ownership; I was just pointing out that half the people in this room probably haven't seen a document that has done a fair amount of the work already.

Cheryl Langdon-Orr: And it may be appropriate. Matt, can we project that document up on the other one or is that getting too tricky? Okay, Alan is going to send you an email and there'll be some magic words in some format, possibly PDF, whatever you prefer.

Alan Greenberg: It was sent to the Metrics Group, whoever that is.

Cheryl Langdon-Orr: Okay. Right. Over to you, Yaovi.

Yaovi Atohoun:

Thank you. Yaovi speaking. I have a question. I'm a bit lost because I think we have at least six meeting now in the group but sometimes it's difficult for me to know exactly where we are. So like today we are talking about three groups and then I want to see the link between the groups.

If you take the drafting teams, the subject of the drafting teams – they are not necessarily what we have in the current Rules and Procedures. So my point is I want to see the link between the groups today and the drafting teams. And then also if by the end of the day before leaving we have a clear picture, how the different output from the drafting team can fit into the general. So I want to be sure that I'm not lost.

Cheryl Langdon-Orr:

No problem, Yaovi. Cheryl Langdon-Orr for the transcript record. You're not lost; it's a very important question. Let's be clear – the groups you break into today will be doing some very important group think and brainstorming. In those groups will be the key people who are the drafting team. So if you're in a group today, it doesn't mean you're on the drafting team for that section, but in the group today will be the members of the drafting team. Are you with me?

So that makes that connection. We have no advanced drafting and that's a good thing because we're all on the same page. Okay? So two or three of you perhaps will come out of these groups today holding some form of pen on some section or other, and that's okay. Then we will at the end of today bring everything back together and cross-

reference because we need to get on to making sure we bring it back to the whole. Right. Sala, go ahead.

Salanieta Tamanikaiwaimaro: Salanieta Tamanikaiwaimaro for the transcripts. Cheryl, can we please have flip charts?

Cheryl Langdon-Orr: Sala, obviously you were doing emails when I started today. I asked for four flip charts to be in here. We have one in captivity. It's down there and I've put your group down there. So you should be happy and the rest of you can suffer. Okay. One group down there; one group over there; one group over there and Matt telling me something. There's two charts? Not that I can see.

What we will do is tear some paper off the flip chart for the other groups. Okay? So gather yourselves, get whatever equipment you need. I see someone has mentioned which... just randomly allocate which AC room goes to where – I don't mind. This one can be the icing on the cake one. Rules of Procedure can be the business, the nitty-gritty, the conduct of meetings and all that exciting stuff and possibly election. And the metrics one can be, actually surprisingly enough, where metrics belongs – in the criteria, etc. so we'll do it that way, okay?

Anyone online – please if you stay in this room you will by default be joining one particular work group and that work group will be looking at definitions and descriptions. If you want to... and you're unsure what other Adobe Connect Room link to follow – Skype at us somehow; email

us and the brilliant staff will it more articulate and clear than I've managed to do. Stop doing your banking; stop doing your planning for dinner tonight. Gather yourselves into groups and I mean round circle groups, right? Gather, gather, gather. Let's go. You have... yes, sir? Go ahead. Please go ahead, Sergio, yes.

Sergio Salinas Porto:

This is Sergio Salinas Porto for the records. My dear Cheryl, I know I'm going to ask a silly question but that is my characteristic. My question is this – you spoke about three layers of the cake and one of them – and you gave a lot of examples – and one of these was the icing. Is that true? So the question is I want to work on the icing. Is that going to be a working group? Is that true? Is this Sala's group?

Cheryl Langdon-Orr:

You go there with Sala. Sala is doing the icing. Sala is in charge of icing. You have now exactly 55 – let's call it 50 minutes for this exercise. You will reconvene at this table at 17:30 hours; 17:30 hours – that's 5:30 in boring speak. Don't take too much space. Remember you've got down there, we've got another one up here and one in this corner.

Some of you might get animated and yell loudly like me. But this way we can pin up some things, okay? Right, go for it and most importantly, team, go have a well-earned break for an hour. Bye.

Ladies and gentlemen, this team over here has a wall-based flip chart and we have a second flip chart. We've got it! We put them together and they've got three! Okay, flip chart there for this group; flip chart

there and a wall is being created into a flip chart here. Thank you, staff, you are resourceful.

[break]

Cheryl Langdon-Orr:

Now I'm live. Thank you. Okay as we come to half-past the hour here in beautiful Prague, locked away as we have been for some time in windowless rooms. Things are looking pretty good, team. Okay. We have interpreters back in the booths. Thank you ladies still. I appreciate just making sure I don't make it wrong and do take it you feel slightly more refreshed, so I'm glad you had a break.

So feel free to use your Spanish and your French and after working as you have done with human interpreters or just trying to make do, I'm sure that you will be relieved and relaxed to actually use your native tongues which you know is something I certainly support and subscribe.

Can I ask now that whoever is in charge of the reporting for each of these groups today, that you prepare yourself to do a let's say it can be no shorter than three minutes; I'd be happy with five, but you're not allowed to go more than six, six and a half if I'm feeling extraordinarily generous, on what you've done in your work group.

What we'll then do is actually start to talk across each other so you'll say what you think or questions. We'll take questions at the end; we'll get all the presentations off now. So I guess now we're okay on the clock and I can see Sala standing to attention at her flip board. I like a girl

who's raring to go, believe me. There we go. Sala, over to you. Watch the clock.

Salanieta Tamanikaiwaimaro: Thank you, Cheryl. Very quickly as we were tasked with reviewing the definitions and also Rules 1 through 12 which comprises of the ALAC and so because we were mindful of what we did was we pegged the current structures as it exists at the moment so we've got the ALAC and then we've got the different RALOs.

And then what we did was we used triggers because in the current terms, the current definitions – there are quite a lot of terms. We've all opened the Rules and Procedures – and so triggers of what existed then because when the document was crafted then, there was no such thing as things like cross-constituency working groups so things that need to go in.

So these are triggers for us to start thinking of what needs to go in. And so notice that we put the ExCom in green up there. I won't comment on why that is. Correct. And then what we did was, because we recognize that there are different perceptions of RALO obligations and ALAC obligations and we were mindful that what we were going to draft or brainstorm on is something that's going affect the governance structures of it which is what we won't go into detail now because that will be post-Toronto – but we felt that it was useful to peg it another way which is this way where you have ALAC as the epicenter and you have the RALOs and the black things that you see there – the ALSs.

Then of course we moved into the actual review, our first review and what we did was as you can see we've just retooled to in fact 2.5. What we did was we identified things that exist as it is in the current Rules and Review and things that need to change or a way it could be classed.

For example, very quickly – Rule 1 – we have RALOs appointing two people to the ALAC and the NomCom appointing one; involvement of ALS observers of individuals within the credited ALS as observers. So things like concepts like what is an observer; what is the level of participation. So things like that we're going to be delving into very quickly.

And then you see 1.3 ALAC rep votes. So things like we delved into discussion of that there needs to be a separation of votes in terms of... and also the rules and responsibilities expectations. In what instances can an ALAC member or should currently as it is drafted – there are two interpretations. 1) the ALAC member is free to vote as he pleases; the other potential interpretation or perhaps perception from some of the RALOs is that the ALAC must carry the mandate of the RALO into whatever decision-making process.

And there's a need and we went into discussion to identify potential areas where you need to vote where the ALAC member needs to carry the mandate of the region and instances where they can vote on their own – things like that. Again, it's all just brainstorming, right?

And then Rule 2.2 of course – 2.1 as you can see the Chair, two Vice Chairs and repertoire and that's the explanation for the ExCom is in green, right cause under the current Rules and Procedures there's no

provision for the ExCom. I won't get into it. 2.2 – the AGM method of election, terms of office and the way the ALAC chooses offices.

And when we say the ALAC chooses offices, meaning chooses the Chair, chooses the Vice Chair and that sort of thing. Should it be and should the ALAC choose who becomes Chair, the Vice Chair? Or should it be something given to the At-Large community where the RALOs put in the vote.

[background conversation]

Salanieta Tamanikaiwaimaro: I know; I know. But again drafting – the whole point of drafting is to look at diverse views and put it together. So with that, Cheryl, I hope I was within my time.

Cheryl Langdon-Orr: You were under your time, but this is... just let me say this now needs to – and you're all very busy so we know it's not going to happen instantaneously – we need to get this now as almost discussion points in the Wiki form. What I'd like to do, Matt, later is if we just collect all of this and then we can have a bit of a think on Friday about how we can put it together for general palate use and consumption. And that then means when you get back home and everyone else is doing that, you've got to [direct it]. Back to you.

Salanieta Tamanikaiwaimaro: Thank you. So what we propose to do as a team, given that the hardest part was actually identifying what needed to be done, is we're going to use an MS Excel spreadsheet where we will use – as you can see where we've drawn a line – where this is the existing rules and then the separate columns is what needs to be tweaked and what not. And I'm not sure if the Excel can actually go into the Wiki. It would be difficult and it will come across difficult too cause I remember I tried it once and the numbers were off.

Cheryl Langdon-Orr: I'm not smiling; this is not my smiling face.

Salanieta Tamanikaiwaimaro: I know. Anyway, and also we recognized also from looking at Rules 1 to 12 and this is relation to the Rules 1 to 2, we recognize that there are things that need to be categorized differently. There's a lack of Rules and Responsibilities and also just a jumbling of election procedures in certain instances all over the place. And there's no such thing as a veto or whatever on certain issues and what not – that could be improved and that sort of thing on the potential because there are instances where the ALAC members need to – in my personal view – there are certain instances where ALAC members don't need the permission from the RALOs to vote because of time and what not and in fact that they should be. And again, that's just my personal view. But then again, yes... but then again there needs to be discussions.

And in relation back to the terms and definitions, clearly there's a whole... the organization has evolved – ICANN – and also At-Large has evolved, given its 10th birthday and so that'll change.

Cheryl Langdon-Orr:

Thank you very much. And what we will do is ask you to come back if and when we have questions and I want to have time for that. Who's next? Come on down, Eduardo. I'm going to have to switch chairs now, aren't I? Oh no – you can just move. Be better if you moved; much better if you moved.

Now one point while Eduardo is getting set up. I noticed a tendency of the first drafting group – please listen – tendency of your group to still stick to a numbered nomenclature set of rules. There is no reason why we will not end up with something that looks rather more like articles and sections and less rule blah-blah-blah-blah-blah. Go ahead, Eduardo.

Eduardo Diaz:

Thank you so much. We had a very interesting conversation there about starting with what needs to be fixed and we have a conversation about the thing about following U.N. procedures and [Robert's] Rules, the book about the rules, the Robert's Rules. And there are suggestions that we should get rid of that, just like...

[background conversation]

Eduardo Diaz:

Right. So if we don't use this type of rules, why or how are we going to follow in the... how are we going to conduct the meeting, especially when there are things that need to be decided? And it was suggested to have at one point if there is an impasse to have a Chair, probably the Vice Chairs take over and decide. This is one of the brainstorming that we did so we don't get into the thing about the U.N. does this or the [Robert's Rules] does this or the rules does that, we just follow this and if there is an impasse, they decide. So there has to be some kind of trust in the Chair and the Vice Chairs.

There is something that needs to be fixed also in the rules that there is nothing about in the Executive Committee about having the people there being in different parts of the regions. So we need to fix that.

Also there was another... you gave your presentation, we were kind of confused because we were talking there about specific things, about selecting officers and this and that and you talked about that too. But we came out back and said, well there are some things that the definition group has to define and one is what is the definition between a Chair and a President? Are they the same; they are different; what is it because for some people President is something; for a Chair it's something else.

And the example I gave was in the Internet Society, the Board there is a Chair for the Board and there is the President and the functions are different in the sense the Board is doing directions and the President executes. So I'm really a CEO type thing but they call me President. So it needs to be identified in the definitions group where we're doing the definitions.

The other thing is – and I will go back to this – that we need to define when is the end of the Annual General Meeting? Is it when the Board... after the Board Meeting is, but Alan said that the Board Meeting this time happens at the beginning – is that correct? This time.

Cheryl Langdon-Orr:

Cheryl for the transcript record. We can't measure it by this meeting because this meeting had Board meetings very early on and is having no public Board meeting at the end at all. But one thing that the Board members who I've discussed this with at least have said there will be an AGM. It matters not then, whether it's on Monday, Sunday, Wednesday or Friday. When the AGM ends, then that's the marker. So I think you're safe on that if you talk about the conclusion of the AGM because they have to have one.

Alan Greenberg:

Alan Greenberg speaking. Thank you. My assumption is for a bunch of reasons we will make sure the bylaws end up saying that the end of the Annual General Meeting is roughly at the end of the ICANN week. For a whole bunch of reasons I think, it won't likely happen at the beginning. But from the current bylaws, that's far from clear.

Eduardo Diaz:

Okay. This is Eduardo again. And all the things that we started talking about, we didn't actually look at the rules and specifically we were brainstorming because Alan did a lot of research. So we talked about one of the possible outcomes of these rules will be that we need to

define these officers, five officers and there's five so there are one person from each region.

Now within these five officers, one of them will be the Chair. So the Chair has to be one from one region and the other one from the other region. So the thing about this, and this is when [the differentiation] has to be very clear when is the end of the AM because we're saying the Chair will be identified or nominated – and correct me if I get this wrong – at the Annual Meeting and he will be seated after the end of this.

And there was an example of a, I believe Olivier, that the fact that you were on the Nominating Committee and you were seated after, sometime after. That's why this is important. And Alan, if you want to add to this, I have two more minutes I guess.

Alan Greenberg:

Yeah, the current rules say to be eligible for an officer position or a Chair position, you must have a reasonable expectation of being on the ALAC at the time... when the position would be seated. There's always a possibility of surprises. The nominations are done by the old ALAC because they have to be done ahead of time and the consensus of our working group was the selection, the voting – if there is voting necessary – be done by the old ALAC.

They are the ones who are likely to have the knowledge of the people and you're not asking brand new people who come in and never having met any of these people before, having to say, "I think he's best or she's best," or something. That's much more likely to pick either a random selection or someone who pays off the new voters. Luckily by the way,

for the last several years we have not had an election; we've had acclamation and I would like to hope that continues anyway.

Eduardo Diaz: So I have a question. This is Eduardo again. So if the Chair gets elected by the old, the current ALAC, the Chair is selected before the end of the AGM and then seated after it?

Alan Greenberg: That's what I would expect.

Eduardo Diaz: That's when the new ALAC comes in, after the end of the AGM, so that's very important to define when this is.

Alan Greenberg: It's Alan again. We haven't had the discussion yet because the hour ended on when the rest of the officers are either nominated or voted in, probably voted in afterwards by the new one, perhaps not.

Cheryl Langdon-Orr: Thank you, Eduardo. Thank you, team. And might I just throw a curve ball as they say at you. I'd like you all to think today is just a first run of this. You're not sort of loosely gathered together into groups. Keep up the conversation. Remember that it needs to go on the Wiki so the other groups can see and be commenting and that's my problem with Excel – the Wiki is going to be a challenge. And as an Excel document, most of Asia will not be able to access it, so that's an issue.

But I'd like you to also think laterally – think outside the box. Let me ask you, team, what is wrong with the existing ALAC nominating and appointing – hopefully by acclamation – one member of the Executive Committee as you will have defined somewhere from each region. That's it.

And then after that, Executive Committee as a subset of the new ALAC a Chair is appointed for two years from that group. That's one way of doing it; don't limit your thoughts. I'm not saying that's "the" way of doing it; I'm saying it's one way of doing it. Go ahead, Alan.

Alan Greenberg: We actually did discuss that somewhat extensively. My personal opinion - and it may not be held by everyone - was that I believe it's important for the entire ALAC, all regions, to identify who they think would be a good Chair. Typically there aren't that many candidates who are capable of doing it – deemed capable or willing to take on the workload.

Cheryl Langdon-Orr: Alan, we really are running out of time. But what I'm saying is what you've done is said even another embellishment that we should be thinking about because there's no reason why out of the five that it can't be a full ALAC anyway.

Alan Greenberg: Perhaps. The other thing is I can imagine a region saying, "This is the best person for the ExCom," but they're not the Chair.

Cheryl Langdon-Orr: And the tragedy with that would be? [laughing] Rinalia, are you reporting for the last group?

Rinalia Abdul Rahim: Thank you. This is Rinalia and I am reporting for the last group. It's very short and I'm sorry that I have to stand here but I'll read it out very clearly so that you don't have to worry that you're not actually looking at the text.

So our group's understanding of what we're supposed to do is that we're supposed to pick out from the document on Rules of Procedure what are the exceptions in terms of compliance and other things that don't fall into normal business or definition, okay? So the first one is basically non-conformance with requirements. And Rule 3.6 – I can't remember what that was – do you remember, Fatimata? Microphone please.

Fatimata Seye Sylla: Fatimata for the record. Qualification Criteria for Officials and that's Rule No. 3.6. You want me to read it for you?

Rinalia Abdul Rahim: No, just the header.

Fatimata Seye Sylla: Well, I just read the header. [chuckles]

Rinalia Abdul Rahim: Qualification – okay. Second item in terms of exceptions is basically the ex-ALAC's Chair participation in NomCom. Basically if Olivier ends his term as ALAC Chair, he's under the current rule not eligible to participate in the Nominating Committee for at least two years and we say why. So that's an exception.

The third item is recall votes. So basically if an ALAC member is not performing, what would you be doing to address that and so basically this is not normal business. Fourth item is motion and it was interesting. Our African colleagues are basically saying this is not normal business and it should be up here as an exception so if a motion needs to be made within ALAC itself, that's unusual.

[background conversation]

Rinalia Abdul Rahim: Right. And consensus is two-third majority.

Fatimata Seye Sylla: That's the African feeling.

Rinalia Abdul Rahim: Are you sure because she read out the names for me and it was two-thirds majority. Two-thirds, yeah? Okay. Number 5 – point of order is considered to be unusual and not normal business. Yes? Item No. 6 is amendments to the Rules of Procedure – that's not normal business.

Non-consensus is not normal, yes? Code of Conduct – if you have to make a point about Code of Conduct, that's unusual.

And the last one is there is Rule No. 26 about virtual meetings and there is a feeling within the group that it should be something that is normal instead of abnormal. And that's all that we have except that I flagged... we didn't have anything addressing conflicts of interest in the Rules of Procedure. Okay, so that's it basically.

Cheryl Langdon-Orr:

Cheryl Langdon-Orr for the transcript record. Thank you, Rinalia, thank you all and that's exactly... This isn't identification; it's a search. We haven't got to the rescue part; we're getting into the search part for the search and rescue for the rules.

I think you'll see why we needed to share because what you've heard from all of the other groups will already be influencing how you're thinking, right? So this is hopefully getting your juices going. We will find some way for you to collaborate on all of this – not sure how yet, but we'll get back to you. I'll take that in a moment.

The first thing I want to do - because we'll go on to a final "what next" steps at the last moment – is ask is there any questions from any group member to any other group? Thank you, Tijani.

Tijani Ben Jemaa:

Okay. I will make the translator work, so I will speak in French. This is regarding the General Assembly and we don't know when we could hold the meeting. We used to know it was at the end of the meeting and

now it's different. We don't know how it's going to work out. And I think what we're going to write and not to depend on the changes we could have.

I think we could say in the conclusion it should be done at the end of each calendar year, the final meeting of the calendar year of each ICANN meeting. Because the Chair finishes at the end of the AGM, this means that if the GA takes place on a Monday, then he has to be replaced so I think it would be best if established it should be held at the end of the last meeting of the calendar year.

Cheryl Langdon-Orr:

Thank you, Tijani. That's one that I'd like to make sure we capture cause that needs chewing over and I'll tell you why – because it affects the regional RALO GAs very markedly. That's going to take someone drawing a little diagram in a box. Where's... Dev? Dev? Flowchart, flowchart, we need a flow chart. I'm giving you a flowchart alert. Basically he will be serving all teams, all drafting teams, you go to Dev for the pretty pictures. He is the one we use for this.

I think we need to look at consequences of that. That's one well worthwhile too. I'm not sure that it's a simple answer either. Go ahead, Alan.

Alan Greenberg:

Two thing. No. 1 – with regard to that, that's closely tied into bylaw rules and when NomCom people are seated so I don't think we're going to have a lot of discretion. It's unclear right now when it is. I personally think it will be made clear that it will have to be the end of the ICANN

week implicitly. I don't know how they're going to define that but I suspect there'll be no alternative.

With regard to something that Rinalia was commenting on – and she talked about motions and our current rules talk about motions and resolutions as two different things. Most human beings use the terms interchangeably. I would suggest that we don't necessarily want to treat motions or resolutions as unusual things. Voting on them may be unusual. I think we need to be documenting some of our decisions and things like that in formal processes, even if we don't need to vote on it with a counted vote.

Cheryl Langdon-Orr:

That's... Cheryl for the transcript record. And that's a very good point and that's why we need to start this conversation and why we're doing this today because you now see that... what you're saying might just need a little tweaking. So for the formal record, for the minuting of our business, we may need some things to be resolved, but it is an exception if they are not resolved by consensus. That's an example. I'm not quoting what should be written down; I'm just saying it's that type of thing.

Ladies and gentlemen, what we do have to do in the couple of minutes that we have together is think about next steps and we need to move backwards from Toronto. I would like to suggest if someone could look at a calendar and tell me when the Toronto meeting is prior to its beginning, so it will be the one at the end of September. So September what?

Male: They're normally towards the end so the 20th or somewhere thereabouts I'm guessing.

Cheryl Langdon-Orr: I was hoping it was later than that. Go ahead please. Turned yourself off.

Olivier Crépin-Leblond: It's Olivier. I'm a bit twitchy at the moment. It's... the ALAC call is on the 23rd; I believe the meeting is actually before that.

Cheryl Langdon-Orr: No, the 23rd – September.

Olivier Crépin-Leblond: October.

Cheryl Langdon-Orr: Can we have the September dates, sir? Although it isn't impossible that we socialize this with the ALAC in Toronto and they vote on it after Toronto. Are we comfortable with that? That might be more achievable. Okay. Go ahead.

Gisella Gruber: Sorry was that...Gisella speaking. The teleconference is on Tuesday, the 25th of September. Thank you.

Cheryl Langdon-Orr:

So that's where we need to have a fairly solid set of Wiki-based pages to tell the ALAC and everyone else in the known universe public commentary called on go look at this between that date and at whatever date Olivier wishes to have our discussion face-to-face with the ALAC in Toronto.

And I think the comfort now is get the ALAC to vote immediately after Toronto which of course will mean it is the new ALAC that is voting in new rules and you know what? That kind of makes me feel comfortable. Sala, you had a point you wanted to make.

Salanieta Tamanikaiwaimaro: Thank you. Salanieta Tamanikaiwaimaro for the transcripts. A suggestion I'd like to make is prior to the ICANN 45 meeting if the day before we meet as At-Large or as ALAC if we could have one full day dedicated to consolidating the drafting because the nature of the work is critical – it affects the RALOs; it affects the entire At-Large and also it requires a physical presence. If there's something that can be.

Cheryl Langdon-Orr:

Sure. So noted, Sala, we'll put something together with staff and explore that. It's one of those no guarantees situations but we would certainly need to bring people in or even a half-day Saturday, the latter half might be possible, I don't know. We would need to explore that and what the consequences of it was, but let's take note of that. Evan, over to you.

Evan Leibovitch:

Hi, Cheryl, this is Evan and I really, really apologize for the timing because I've only occasionally been coming up for air, having my face buried in a screen doing other things. However I did come up for air long enough to notice one thing and that was a consideration of two-year terms for Executive Committee members. And I would simply note that because of the staggered two-year terms of people that are being elected or appointed into ALAC - that makes two-year terms for executive members very problematic.

Cheryl Langdon-Orr:

Just let me stop you there. I believe that what we need to do is have two-year terms for the Chairman. I don't believe it goes to the rest of the Executive Committee.

Evan Leibovitch:

Okay, it... so you're saying... so on the staggered year... okay, my only consideration is that biases the selection in favor of the staggered time when the Chair is in. And people that get appointed in the...

Cheryl Langdon-Orr:

Okay, I've got to stop you. Yes, there's a lot to talk about. You and Alan are going to have fun, alright? It is the top of the hour. Ladies, I apologize, it is past the top of the hour and it was not my intention to take you beyond 6:00 p.m.

Ladies and gentlemen, you have a lot of things to think about. You have, I hope, a lot of enthusiasm now to take this further. Staff, Olivier

and I will make whatever magic can happen in as short a time as possible to give you a nice bit of sand boxes to play in and I would suggest you all watch each other's space.

We'll also have other people contribute. Take any time you have while you're here to talk about this. This session is closed with the exception of our usual great and heartfelt gratitude to the Tech Team that's kept us going – thank you boys and girls. Wow, I have no idea how you do it. I'm exhausted just listening to me. How you can possibly manage it I just... hats off. If I had one, it would be off. Thank you, thank you, thank you. And good night.

Male: I do have a point of order. Does anyone know where there Gala is and how we get to it?

Male: Yes and yes. It's on the back of the ticket. It's an island in the river.

Olivier Crépin-Leblond: It says public transport and in the back there are two maps and a lot of walking.

[End of Transcript]