Transcription ICANN Buenos Aires

Board, GAC, ccNSO meeting prep: GNSO session Saturday 20 June 2015

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Jonathan Robinson:

All right we've got a couple more sessions. I know it already feels a little late in the day so if I could get your attention now to really focus in on these because these are an important couple of sessions.

So (Carlos) and (Eswaldo) and others if I could get you focusing in on this it would be great. (Becky), Avri we need you on all of this. All right so this next session really deals with the possible topics for our meeting with the board to make sure we're in shape for our meeting with the GAC and the ccNSO.

Now we have draft agendas for our meeting with the GAC and the ccNSO. We have nothing in place yet scheduled for the board although as we've been through the day it seems to me that there's potentially a couple of topics.

However well first of all what I figured with the board was what might be useful to do would be to just give a one slide highlight of current GNSO activity.

It feels to me like the entire community and I suspect the board significantly has been focused on transition and accountability issues. So I'd quite like to momentarily bring them back to earth a little bit.

I know they've had a policy update from Marika and possibly others in the policy staff today. So they should be up to speed but my suggested format for this meeting is that we start off with a slide which covers very briefly no more than 10 minutes key current policy activity.

And there is already a draft of that slide but - Lars do you have it? Okay, so I'm not sure where Marika is but she definitely has a copy of it. In any event so then so Mary have you prepared these topics as we've gone through?

So here I mean this is an open question to you as the council. I spoke with (Steve) on Thursday or Friday and explained to him that we didn't, we hadn't pre-prepared any topics.

I think other groups in the community have pre-prepared topics to talk with the board. We've got an hour and a half with the board that we could make good use of.

And so here are three potential topics that have come up during the course of today. One of them is the CWG on new gTLD auction proceeds. I am a little hesitant to get into this since there are two substantial sessions dealing with this elsewhere.

But if someone would like to talk to this as a potential topic and what value we could get out of talking with the board on I'm open minded. The other two topics are - I'm not sure I understand this one, broader applicability of proposed new gTLD processes. Mary could you clarify this?

Mary Wong: Yes and apologies if it's not clear. This came up from the update from Chuck and (Jay Scott) about the new GNSO processes. And a question was asked

as to whether they could be more broadly applicable in light of the accountability mechanisms being discussed by the CCWG.

Jonathan Spencer: Okay, well I'm not sure I understand it in that context and I'm open to understanding it. What I felt here was the reason I highlighted this with you Mary at the time was that the recommendations being voted on by the council are also recommendations to be adopted by the ICANN board.

So it felt to me like we could potentially it's not so much about the link but if there's something else her that I'm missing about the link with the CCWG accountability fine but I wondered whether it was a possibility to talk with the board about - and highlight with them that this is coming down the tracks.

If the council votes just to adopt the policy and implementation guidelines there are consequences for the board. And so I wondered whether we should be talking with them about that.

And then the third item here is again I don't understand this as its phrased here. I mean this is GNSO PDP on new gTLD's. What's intended here Mary how is this?

Mary Wong: I'm sorry Jonathan Spencer are you talking about topic three?

Jonathan Spencer: Yes just flipping through the three topics but we can come, we can if you want to...

Mary Wong: That's fine and I apologize that I wasn't a particularly accurate note taker today. The topic three was raised in the context of the new gTLD subsequent procedures discussion.

And there was some discussion about the interplay with the timing in particular of the review of the AOC.

Jonathan Spencer: Okay but is that a topic - are we in a position to discuss that with the board at this stage? It's I mean this is something which is pretty raw and we don't seem to be, see eye-to-eye on this yet.

So I'm not sure we want to - we're in a position to stir up the board. (Stephanie).

(Stephanie Paren):   Thanks Jonathan Spencer, (Stephanie Paren) for the record. I think I'm guilty of having raised this just before lunch and in the context exactly as Mary described but the issue is more one of what is the mechanism that might work to try to keep track of all of the sort of horizontal issues where a slice of an issue is being covered in different working groups or committees.

And we don't want to slow down and that's how it was raised. We don't want to slow down for instance in new gTLD's by waiting for another group to finish its work. That was the point that Susan had raised.

On the other hand if you go ahead with that work without taking into account the other review then you're going to have backtrack and go and darn the hole as it were if I may using a sewing analogy.

So and that's true for well it's certainly true for all of the Whois work because we're proceeding with umpteen Whois related activities and then we're coming forward with a big Princess (Mary) kind of Whois exercise.

So I think this is becoming as ICANN gets more mature and more complicated it's becoming quite an issue on how to manage these things horizontally.

Jonathan Spencer: So (Stephanie) I'd like to try and understand this because I agree I think there's some challenge here but it feels to me like this is our challenge, this is our management challenge.

I'm not sure this is our issue with the board and bear in mind that the purpose of these topics here is I'd like us to talk out of this session just to make sure we've got a clear goal on what the purpose of this session is.

We should walk out of the session with no more than five possibly three topics of some substance that we think we can valuably talk about with the board and that ideally there is a topic leader for each case.

Someone who is prepared to stick up their hands and say look I think this is a really valuable topic and by the way I'm prepared to introduce it and leave the topic.

So I'm not suggesting that wasn't an issue, an important management point but whether or not it's something we should be talking to the board is an open question. (Heather) you were next.

(Heather Forrest): Thank you Jonathan Spencer, (Heather Forrest). I'm not necessarily volunteering for this but picking up on your question Jonathan Spencer are we ready to talk about topic two and three.

And topic two the wording has changed while we've been talking here. It seems to me that we might be ready to speak at a macro level but probably not a micro level.

I read at least the way the topic here was originally drafted I read and similar to topic three I think we might articulate that at a higher level. We say that there are all of these and perhaps this picks up on (Stephanie's) comment.

We as GNSO council has concerns about various efforts in parallel including GNSO review, including AOC review, including accountability that impact on how the GNSO goes about its work.

Let's say how the GNSO fits in this structure. But as you point out I don't know are we able to do anything other than articulate concerns at a high level? I'm not sure that we can come out with a tangible deliverable in talking to the board.

And we might go in then looking like we're waffling that we're just looking for topics to talk about. So while we have these concerns and maybe we raise them in an introductory fashion.

We say, you know, we're not yet ready in a concrete way to talk about these things but we table them just so you know we have these concerns.

Jonathan Spencer: So in that case then Mary I would suggest that goes into topic four as a topic which is a general concern and we need to articulate this properly because I'm not sure that we are ready.

A general concern about a number of parallel activities and how they interrelate. And what are those - then (Heather) let's get that list out. Let's make sure I really need all of everyone to really focus on this because this is a challenge to get this kind of thing right.

So what are the four? There's accountability, Whois the work on - see I'm not sure I see the connection or the - so let's just park that for a moment and come back. (Heather) go.

(Heather Forrest): (Heather Forrest), I agree with you Jonathan Spencer I'm not sure what at this stage what the board can do. I mean we have concerns and they're valid concerns, they're legitimate concerns but you're right at this point it's probably internal laundry as opposed to take it up with the board.

I agree I think these are, you know, just to be absolutely clear in the record these are both important issues but I don't think they're ready to take to the board. I don't think there's anything the board can do.

Jonathan Spencer: Agreed. So (Stephanie) I'll come to you in a moment but Brett's hand up first and then come to you. So just again to bear in mind what we're trying to get is effective topics that we can engage with the board on and that one or more individual is prepared to lead on.

So just to be clear on my suggested topic two, this is in and around the work of the policy implementation. And it struck me that there was so much board involvement in the whole policy implementation issue that we may want to talk with them about what's come out of the work of the policy implementation group and what our expectation of the board might be in respect of those and, you know, is it education are there any issues.

So, you know, Chuck you may want to comment on that or not whether that's a substantial relevant topic. Brett go ahead.

Brett Fausett: It's another topic. If we have opinions on the qualities we would like to see in the next ICANN CEO I think this is the meeting at which we should start to socialize those qualities with the board.

I think it's quite likely that by the time we meet again in Dublin ICANN will have a short list of candidates to replace Fadi. And so if we want to start to talk with the board about what we want to see in the next person who fills that role I would like us to start talking to them about that now.

Jonathan Spencer: Okay Mary can you capture that as a draft topic please? Prospective qualities or CEO, new CEO appointment prospective qualities. Now is everyone aware there is a specific session on this?

There's a community wide session on this. I'm not sure exactly when it is but there is at least an hour long session.

(Makaley Neilan):   It's Thursday Jonathan Spencer, (Makaley) for the record. It's Thursday.

Jonathan Spencer: Thanks (Makaley). So on Thursday there is a session being hosted to deal with this. So the question is this sort of a GNSO specific input and it may well be relevant. (Stephanie).

(Stephanie Paren):   Just to go back on this topic, the one that I spoke to earlier. What is needed here is a mechanism in a growing organization that is complex. And if ICANN is on a maturity path then figuring out how to do this I would suggest is pretty important to it from an accountability perspective, from a risk perspective, from a trustworthiness perspective.

I mean one of the problems right now is if you are for instance I'll speak only for myself, if you're civil society and you're trying to track an issue you have to join half a dozen working groups, which is well over somebody's quota for doing it effectively.

So it speaks to the issue that is on the CEO's and board's priority which is a volunteer burnout and recruitment and all the rest of it. So I personally have always been of the view that you don't bring to management like a kid bringing home their successful coloring project things that you solved.

You say, we've identified a problem here and we think we maybe ought to work on it and we're just telling you right now that this seems to be an issue. In other words I think we should be prepared to bring to the board brand new issues that we're just discussing and going gosh we have to fix this.

Jonathan Spencer: Okay so (Stephanie) can you help myself and Mary who is trying to capture some input here, which of the topics up on the screen are you referring to and what specific sub-bullets can you help us articulate in that?

(Stephanie Paren):   It came up under two but two describes the process that provided the context under which it arose and under which I made the point prior to lunch. So you either change the thrust of that but that's a topic in itself or you

create a new topic and I'd be happy to draft something and send it to Mary how is that?

Jonathan Spencer: I think that's preferable thank you because it may be the topic that remains as is as you point out it may have value as it is. So let's get an additional topic but the thing is ideally I'd like to leave this session with having carved out these topics.

So if you could do it right away...

(Stephanie Paren):   Right.

Jonathan Spencer: ...that would be great. Okay I have (Makaley) next.

(Makaley Neilan):   Thanks Jonathan Spencer, (Makaley) for the record. Now just on the CEO selection topic I'd be wary of putting that in there because I think their general view seems to be that they're covering that in that session on Thursday because we on the registrar side when we put that forward is something that we didn't actually want to kind of get into the nitty gritty.

But we wanted to talked about a little bit they kind of (unintelligible) back to we're doing the thing on Thursday that's where there is ample opportunity for the community et cetera, et cetera, et cetera.

And so I would just be afraid that maybe putting a focus on that here it's going to be counterproductive, better off looking at something elsewhere. I mean you can only handle a couple of topics anyway.

So...

((Crosstalk))

Jonathan Spencer: So that's a really good point (Makaley) and I think I agree with you although, you know, others may not and so let's hear that. I would say that we are also going to spend half an hour with Fadi.

And our time with Fadi is just to make it clear it's around midday. So I think we - I'm just locating it on the schedule here. This is Saturday I don't have it in front of me.

So it's 12:15 to 12:45 and that's prior to meeting with the board. So we see Fadi prior to that. Now I spoke with Fadi about what we might talk with him about and he was quite relaxed about that meeting with us.

He doesn't necessarily expect to have prior topics and I'm sure it seems to me that he's spending a lot of time and energy on the transition. So his natural talking topic would be but I get the impression that if you wanted to talk to him a little bit about what he would identify as qualities in a successor or necessary things I don't think he would be hesitant to cover that topic.

So that may be that that's an area to pick up where it would be less prickly and less difficult to deal with. So (Makaley) if you want to come back on that and then Volker.

(Makaley Neilan):   Just very briefly. (Makaley) again for the record. No I think Jonathan Spencer actually that's an excellent idea from my perspective because what I've noticed in my interactions with Fadi so far this week is he's very open to discussing pretty much everything.

And his energy and focus is on the transition. And asking the current incumbent who he would like to see filling his role is, you know, I think in some ways like sort of an exit interview almost.

I mean it doesn't hurt to ask. I mean the worse thing he can say is no I don't want to answer that question.

Jonathan Spencer: Okay so Mary I don't want to make your job too difficult but we can certainly I mean let's keep the CEO conversation aside for the moment. So two things, there's been a - Brett go ahead.

Brett Fausett: I was just going to say is the person who raised that I very much like your suggestion that we maybe address this with Fadi and then move this over with the conversation with the board to the Thursday meeting.

Jonathan Spencer: Sorry Mary can you strike that through? Don't delete it necessarily just put a strike through on it for the moment because I don't think we're going to go there unless somebody comes back strongly on that. Volker.

Volker Greimann: Yes I would like to come back to (Stephanie's) suggestion just a brief through on that matter is that the difficulty in a person coming to ICANN and interest in this certain topic and finding out that he has to deal with a dozen working groups on a certain topic is not necessarily a question that is the responsibility of the board.

I think very much part of our responsibility to do some housecleaning and organizing the topics that we are working on because we are the people organizing the structure of how the GNSO is working.

We are giving the working groups their tasks and if we find out that a certain topic is dealt with over a dozen working groups then we might want to consider that thought as a suggestion for improvement in the future of organizing the work that we are putting out to the community better.

It might be something that we could discuss with the board but I don't see it necessarily as a task for the board or a question to the board. It's very much a question to ourselves.

Jonathan Spencer: Okay look it would be easier - have you guy not gone, you're not in the Adobe connect room because it would be easier if you could work with that queue then we have a single queue but it's not - Volker could you talk in the queue as well a little bit?

So I've got - I can read that it's more just the others. I've got John Berard. So Volker your hand needs to go down. Philip Corwin.

Philip Corwin: Yes thank you. On the issue of discussing CEO qualities on one hand I'm not sure we have any, we really haven't discussed this within the council so I'm not sure we have any consensus views on what qualities we'd like in the next CEO.

On the other hand I can say that the commercial stakeholder group got the same message the other day which was that the board would prefer to discuss that another day, you know, in a big room rather than when they meet with the CSG.

And the reaction at least within the leadership of the business constituency to say well, no if your members want to bring this up in a smaller session where we can, you know, focus in and kind of press for answers and press our points and all of that that might have more benefit than being in a big room where you can kind of get a big vague presentation and not very specific responses.

I'm not arguing one way or the other because I'm not sure we have a consensus within the council on what we'd like in the next CEO but I wouldn't be dissuaded from bringing it up simply because the current chairman of the board would prefer not to bring it up in small sessions, thank you.

Jonathan Spencer: I agree with you I think your other point is more valid in the sense that what is our position. We could ask the question but I'm not sure we have the time to produce a sort of - whether we have a set of recommendations.

But let's leave it in a struck through position for the moment and if depending on where we go with the other items. So I've got this queue and prior to you Volker rejoining that queue we've got to make sure we bring John Berard in so if you can bear that in mind when we come to it. So Brian Winterfeldt.

Brian Winterfeldt: Brian Winterfeldt, initial property constituency. I have a potential topic. This is not necessarily actually just an IPC concern but I know that I've heard different parts of the council discuss concerns over the very active role that the GAC has been playing in certain policy development.

The specific issue that I wanted to bring up to see if other people are interested in discussing with the board because it might be an interesting question to ask them, is the release of two character designations at the second level and also the release of country names.

Both of them seem to be very GAC driven at the moment and the board seems to be deferring to the GAC except for the work that the GAC is doing is not based on international or national laws or treaties that I'm aware of.

So it seems like the GAC is sort of frankly outside it's lane but the board is continuing to defer to them and so I don't know if that's something that other people have concerns about and that we'd like to discuss with the board or not.

Jonathan Spencer: So two questions then Brian. Let's create that as a potential topic Mary and Brian if you can articulate what exactly that topic is and also I mean just in a short summary thing.

Mary can I ask you that we could remove this background and discussion information here. Really what we need is just a set of four or five topics that we're currently working on without all of the - and any sub-bullets to them.

This background can be inserted later but it's just in order to have just the slide is too full to work with in this format.

Brian Winterfeldt: Jonathan Spencer I'll send some proposed language to drop in here...

((Crosstalk))

Brian Winterfeldt: ...feedback on it.

Jonathan Spencer: Yes so two questions. A brief title, any sub-bullets that go with it and the willingness to present it.

Brian Winterfeldt: Certainly.

Jonathan Spencer: Thank you Brian. Go ahead. I've lost the queue now but we're going to go to Tony next and we'll come to you in a moment sir.

Tony Holmes: Okay thank, Tony Holmes. I was just going to bring up the same point that Phil brought up that as the CSG on the issue of CEO selection and similar to (Makaley) we've been bounced off into the Thursday session when we wanted to raise that before.

But I come at this from a slightly different perspective than Phil I think. And that is having been bounced off that they didn't want to discuss it outside of the Thursday session.

Unless we've really got something to say I don't think that we should be doing it now at the council level and coming back through that route. And I don't think we have got anything to say at this time.

So I would favor that it is struck from that list, thanks.

Jonathan Spencer: Thanks Tony that's helpful and that's kind of where I had got to. I wouldn't presume to say that the CSG or any other group shouldn't feel free to bring it up in their own group but also providing they've got a coherent position.

And my sense is we're not going to have time to develop a coherent position here anyway. So all we'd be doing is saying tell us where you're at and then say we'll tell you on Thursday. So I tend to be with you on that.

So I've got Brett and then John.

Brett Fausett: I raised my hand for John so I'll turn it over to John.

John Berard: Thank you Brett, John Berard. Regarding the session with Fadi. As someone who has hired and fired people for a long time the two times when people are most likely to be honest rather than nuanced is when they arrive and when they depart.

And my feeling is that if a short list of candidates is put together by Dublin then this will be the last time that you have the opportunity to ask questions and get a sort of kind of honest answer.

And so I would encourage you to think about what kinds of questions you'd want to ask. If I were to ask Fadi a question right now I would not want to ask him anything that would allow him to do 30 minutes on the transition because he can take the air out of the room right now on transition.

But I would ask him in the time that he has been CEO there have probably been decision trees where he has decided not to do something. And with the retrospective, with the ability to look back over 2-1/2, 3 years what are the one or two things that he chose not to do that perhaps now in retrospect should have been done? And that I think might be an interesting point of departure.

Jonathan Spencer: All right so that's very helpful. Mary could you put a separate heading which is session with CEO underneath, below topic four session with CEO. And then sub-bullet one is essentially it's kind of reflections...

John Berard: Jonathan Spencer if I may that begins to open a door that you'll never close.

((Crosstalk))

John Berard: So on reflections that it's merely in the course of your time at ICANN have there been one or two or even three decisions that you have not made and that's really the thing.

The things that you have decided not to do that in retrospect you feel you should have done. And if you say just one then he'll just talk about how he was wrong early on about ignoring the differences between the constituencies and such.

Shortly after he arrived he got into hot water for moving too fast and ignoring the organization. So you really have to do two or three and as specific as possible but it's which decisions did you not make that you now in retrospect feel you should have.

Jonathan Spencer: Thanks John, thanks Mary. So if anyone wants to add to that please let us know as we go. So I think who else do we have, we got Volker next. Okay let's go to Chuck next.

Chuck Gomes: Thanks, Chuck Gomes and I didn't get up to talk about that but I think that's a pretty good idea that John just gave. I really wanted to follow-up on what Brian said because it's bigger than the two character issue although that's a really big issue for registries.

We want resolution there. But the underlying problem there in my view is that the board is allowing decisions to be made without any objective criteria. If

you recall for those that have been around a while on the new gTLD process one of the very clear recommendations on new gTLD's that any criteria that were applied to those needed to be based on objective criteria whether it be international law or something else but there was something that we could put our hat on.

What has happened with the new gTLD program committee is they're making decisions based on subjective opinions rather than on anything objective and I think that's the underlying problem with regard to two characters which are really important to registries but all the issues.

If we're going to go down that path where they're going to make decisions based on subjective opinion not based on something substantial in terms of international law or standards or something else it's wide open in terms of what could happen.

Jonathan Spencer: Thanks Chuck that's helpful. So Mary just to be clear if you can give this a, you know, this is a topic that I don't need numbers at this point so if you can just - because you're going to struggle with the order of numbers.

So when you get to it it's topic and is it I mean you're going to get some wording from Brian so but that's helpful the use, you know, the subjective criteria, apparent subjective criteria in making decisions.

So Brian you'll come up with a heading for this. Mary if you could just put topic next to two character domains there and if the topic name changes that's fine. So they don't need numbers they can just be topic names for the moment.

I'm just going to pause to let Mary catch up here. And then you can delete the CEO selection I think we've dealt with that now we don't need a strike through anymore that whole topic can go.

And I wouldn't mind some responses to that. Let's see where we get to with that other one on the new GNSO processes if that's worth raising or discussing with the board at all. (Heather), sorry Volker.

Volker Greimann: Just one thought, something that's popping up again and again and I'm not sure if it's worth addressing the board with or if there is a better address to put it.

But I'm concerned about the executive of ICANN making policy through the back door without a mandate or a specific mandate from the GNSO. Examples for this have been the requirement to have the 2013 RAA to be accredited under a new TLD.

Examples are the introduction of the URS in the legacy TLD's through the - for the renewal of those TLD's. And none of this has ever gone through the GNSO, none of this has based on the GNSO decision yet the executive sees fit to make policy without a mandate from the GNSO.

And I think this is something that the board should have an eye on and we should maybe put some attention on this when we meet the board because I don't think it is while this meets the interest of certain groups it is not in the interest of the GNSO to be circumvented like this.

Jonathan Spencer: So isn't this closely related to the topic that Brian was suggesting that then was followed up on with Chuck? I mean isn't this a broader and is it not is it different or the same just to make sure.

And Volker could you help with a topic title then if it is different or - okay (Stephanie) we've got you but there's a queue which is (Heather), James and then (Stephanie).

(Heather Forrest):   Thank you Jonathan Spencer, (Heather Forrest). I'd like to pick up on two of the points. (Unintelligible) you asked us to come back on the session with the CEO.

I wonder if we've ditched the topic on sort of exit interview type thing. One of the issues that's come up a number of times with the board and with Fadi specifically and somehow I've become the poster child for this.
Fadi sort of singles me out in this discussion, is the interaction that the CEO and the board have with GNSO and with the council in particular. And I wonder if we could ask Fadi particularly what based on his experience what advice he would have going forward with how council can effectively interact with the CEO and vice versa.

I think that's a constructive thing that comes out with a tangible outcome. Second point I'd like to make is on the on Brian's topic that we're sort of drafting on the fly I wonder if again to come up with something tangible there.

We refer that back to Article 4 of the Articles of Incorporation which specifically tie decision making to international law and objective processes and things like this.

That we say can we get some input from the board as to its decision making processes. How does it go about reaching decisions in line with Article 4? Again just looking for tangible outcomes.

Jonathan Spencer: So two points. First of all on your first point I'm not sure I think Mary has got some way it's not the second bullet on our session with the CEO. It says how can the GNSO and the GHNSO council interact more effectively with the CEO and the board I would think rather do you want the vice versa in there as well?

(Heather Forrest):   I think so because the point that I raised in LA I think it was that Fadi has really taken on board is this business of the board not necessarily Fadi but

the board hiding from us and the board sort of skulking in hallways and not wanting to engage.

So I feel - others may disagree but I feel quite strongly that vice versa ought to be in there that we probe them on that. That what have they done in response to that.

Let's say Fadi took it on board, what have they tangibly done?

Jonathan Spencer: Mary captured accurately and I just hadn't picked it up so that's fine. Mary I don't think it needs to - do you have that, are we suggesting that comes in with the board or at the moment it's in under with Fadi.

I think it's an interaction with Fadi isn't it with the...

(Heather Forrest):   (Heather Forrest), I think it's an interaction with Fadi. As I say it's a topic he's reacted strongly to in the two previous meetings and we ask it in the context of his departure what lessons learned, what can we do better going forward, what can he recommend to his predecessor.

Jonathan Spencer: Yes so Mary our job here is also to reduce what's on here so we've got - you've done a good job of capturing correctly with Fadi and let's not have it in other topics because we don't need it twice, thank you.

And then your second point just to make sure, isn't this a sub portion of the whole - your question was how are key decisions made, you know, how are decisions made by the board in the absence of policy advice.

What process is behind these decisions? And isn't this a sort of a sub-bullet of the topic being flushed out under the two character domains which I just think is not the correct name for it.

Isn't this all about policy and other development at the board level?

(Heather Forrest):   Jonathan Spencer, (Heather Forrest). Yes I mean I supposed what I'm trying to do I wonder if I'm even formulating more the title of the topic than a particular point.

I think I'm trying to blend Chuck's very well made point about objectivity, objective standards, the substance of Brian's let's say Brian's offered an example.

But I think I'm really looking to the high level here which is board decision making. That's what I took from Chuck's very sensible input.

Jonathan Spencer: Yes so in fact Mary seems to have now captured that very effectively that board decision making concerning policy matters.

(Heather Forrest):   Yes and, yes Brian makes a point next to me it's also about the GAC's role in that decision making. I mean that goes to the decision making process. I suppose what we're probing and the example that Brian's given is an example is how does the board go about making its decisions?

What processes, what - how does it go about doing that mechanically. My reference was also to pull something tangible into Article 4. Let's say Article 4 requires it to make decisions in a particular way.

Jonathan Spencer: Thanks (Heather). Chuck you wanted to respond directly to this?

Chuck Gomes: Very quickly, let's not restrict it to policy making. Policy making and implementation decisions. What's happening with regard to two character is implementation not policy - well it obviously has policy implications but don't restrict this to just policy making.

Jonathan Spencer: So it's policy/implementation matters please Mary. All right (Stephanie).

(Stephanie Peran): Thank you Jonathan Spencer, (Stephanie Peran) for the record. I was responding to what Volker the example that he came up with of the RAA agreement, the accreditation agreement right, because for instance that set in place a number of issues that basically made the discussions we were having in the EWG on privacy matters moot because the contract set in place the date of collection instrument.

And there was no way of getting that information at the time the discussions were going on. In the same way we now have a large number of cross community working groups making decisions and those are not issues necessarily that this group has control over.

And as Chuck just said there are issues that are not necessarily just policy although I do regard this as kind of a function that in a government bureaucracy would be called portfolio wide policy coordination to make sure that while you're working over here somebody isn't in their own bailiwick doing something they're perfectly entitled to do but that will impact your policy.

So I see it if it isn't an issue for the board it is certainly too broad for this committee because you don't control everything. So maybe you want to talk about it before you bring it to the board but ultimately it's a board problem.

Jonathan Spencer: Okay, James.

James Bladel: Thanks James speaking for the record and I will wave my card going forward because apparently that's the priority queue. So we're in an Internet organization but apparently we have to throw paper at each other.
So joking aside the conversation has moved a bit further down the road since I've raised my hand but I wanted to come back to something that I think (Heather) in particular (Heather) and Brian have put their finger on a particular issue here.

I think we've probably beaten it to death but it's really, you know, when you say understanding the board's decision making process let's back up a step. Let's assume, let's not assume that they have one, you know, because I think that we're injecting when we say Section 4 of the bylaws do we want to make sure that there is an understanding of that's where that process needs to be routed and make sure that that's part of their process is to have the process.

And I think succumbing to pressure not just from the GAC but from other external parties and ICANN staff is a part of that calculus. But what I wanted to get to and I don't think there's a way to introduce it so I'll bring it up here because I know it will never see the light of day when we discuss this with Fadi or with the board.

But it goes back to something that John was saying about honesty and exit interviews. Did John leave?

Male: No he's here.

James Bladel: There he is, hey John. Fadi brought in a lot of people when he came on board and, you know, there's a concern that I have that after Fadi leaves do we have an understanding of whether or not Fadi is going to take half of the executive staff with him or that they will voluntarily leave once Fadi left because he was the reason that they came.

You know, I mean I don't know how to introduce these questions delicately or diplomatically but I do have a concern about continuity during an IANA transition if you look at some of the folks at the top of the org chart of ICANN presuming that they might also have one foot out the door as a result of this transition to a new CEO.

I don't know if there is a way to even discuss that but it is a concern that I have and I wanted to raise it perhaps in this group and see if there is something that we can ask.

Maybe it's as simple as ensuring that there is a non-recruitment, non-solicitation agreement between Fadi and ICANN when he leaves.

Jonathan Spencer: Well look I mean I think I can just I mean I'm conscious that I'm not - I guess there is a risk issue here you would talk about risk. What I know, I know the answer that Fadi will give because he happened to have spoken about this yesterday.

We have a so called SO, AC, SG leader's meeting on a Friday afternoon the day before the ICANN conference. And Fadi talked about having got together with his senior management and executive management team on Wednesday of this week I think.

And essentially one of the key focal points of that meeting was about succession planning. And they have gone through an IBM like structured succession planning process.

So I think if you want the answer, that's the answer you'll get. Now I'm not sure that should give you the full comfort you require but I don't think you'll get more other than that answer.
So I am not sure of the fruitfulness of the question because I think that's the answer you'll get and it's not to say that that's not that in my opinion the answer isn't accurate or set in good faith.

But for example I mean we know that some of the senior staff members have worked with Fadi for many, many years in previous (unintelligible). And one of the strengths of his team presumed as he brought in people that had worked with him previously but of course that's a structural weakness in the team arguably if he finds an equally attractive place to drag them off to next.

But I'm not sure you can get anywhere with that although I think it's a valid concern. So that's my personal opinion on that particular topic with some information that I happen to have gathered over the last 48 hours or so.

Who have we got next Volker is it yourself?

Volker Greimann: Yes just one point. I actually support James' suggestion of raising this topic. Not because we might get a different answer but it would be helpful to have that answer aired in public instead of just a small circle even with the SO AC leadership so that everybody can hear it's in scripts and the logs.

My point actually was to the question of the topic there. I originally thought that the topic of Brian and mine were entirely different but Mary has succeeded in bringing those two issues together very well and I support the current heading. I think it's phrased perfectly.

Jonathan Spencer: I agree that the topic now has some real substance and meat on it and I think we are in a position where Brian is going to be the topic lead but I've heard others around the table whether it's Chuck, whether it's James, whether it's Volker I mean I think the critical point in this is to have, to not come across as frankly we don't want to set up a direct accusation of defense dynamic.

We want to set up a framing of the topic and have it known to be that this isn't just a one group issue. It's not the IPC, there seems to be quite a broad based feeling that this is a topic that - my goodness we've lost the slide.

Okay so we'll hold off for a moment there until we get that back. Somebody tripped over a cable or something.

Male: Okay, are we good?

Jonathan Spencer: All right everyone we're good to go we can reconvene. I know it's late let's just try and crack on with things and then wrap up the work of the day as soon as we can. So let's get going again.

James Bladel: Susan said that she pulled the plug and that's what caused this.

Jonathan Spencer: The plane is about to take off could you fasten your seatbelt please. The special chairman's button. All right so if we could recommence the recording and recommence the session.

So if I could ask everyone to stop side conversations or take them outside the room, (Steve), (Carlos), (Greg), (Carlos), (Carlos), calling (Carlos) and (Steve) right.

Okay so if we could all get going again on this. So let me just capture where we're at here. We've got two sessions, a half hour with the CEO and a one and a half hour session with the board which will include the CEO.

The session with the CEO is prior to that with the board. We have three topics. So if you could just scroll up and give us the visibility on those three topics with the CEO just to orient us on those.

So we're going to seek to deal with the lessons learned in particular the retrospective decisions as per the point made by John Berard. Second, we're going to ask about the GNSO and the GNSO council interacting more effectively with the CEO and the board in future.

And to focus point rather than hearing second hand we'll ask Fadi to touch on succession planning and work there. So I think we're done with the CEO that's more than enough to cover and we're okay.

Now onto the board session with the board we essentially have one substantive topic. A conversation I've just had with Chuck on the side was

just checking in on this work that's going on with the policy and implementation working group.

And I'm going to as an intro to this whole session I'm going to have a single slide up which says here are half a dozen key highlights of activity. The new gTLD discussion group, the final report of the policy and implementation working group.

And what I will do there is encourage the board to adopt those recommendations speedily because in a sense dealing with the work of the policy implementation working group and those new methods of working with deal with some of the issues we face.

Some of it is about the approach because I think it is a partial reaction possible from the board and say well you left us with half-done policy or policy that couldn't be implemented.

So we've dealt with some methodology to do that but nevertheless there are some substantial concerns voice around the room. So we have one topic right now with the board that's quite meaty and it could occupy for argument sake at least half the session.

I think we would be, it will be useful if possible to have an additional topic but there's no point in having a topic for the sake of it. So that's my question to you is there, are there any other - I mean I think that topic is quite well flushed out at the moment.

And have we got another topic we can coherently discuss with this board at this stage? I'm going to check this queue, I've got a queue which is Volker, Philip and Susan. Are you three still in the queue? Okay so Philip.

Philip Corwin: Thank you, Philip for the transcript. Following up on comments earlier by Brian and Volker. Brian was concerned about the two character letters and

board decisions in response to GAC and that they may not be contrary to recognized law on the subject.

The one Volker brought up is what staff has done with dot travel and now dot (unintelligible) and that has, that is a concern within the DC. The concern is not about the rights protections the concern is that this appears to be the creation of defect of consensus policy by staff which is contrary to the bylaws.

And I'd find out further that this council asked for an issues report on the RPM's including the URS and all the rest of them. Policy staff asked for a six month delay which we granted that won't be delivered until September.

And the thing we would naturally do once issuing that report would be say, hey are these RPM's working? Well do we want to adjust them and should they become consensus policy for the legacy TLD's and the staff decision to use them as a starting point for renewal agreement seems to be interfering with the proper policy processes as set forth in the bylaws.

So I think generally that would be a good - they're related issues and the way that board and staff decisions may interfere with the proper functioning of the policy for us might be a good general topic to pursue.

Jonathan Spencer: So a couple of questions for you and Volker and others on this. I mean one, we're meeting with the GDD staff first thing on Sunday morning and in fact I'm not going to be there but Volker is going to chair that session.

And so in a sense isn't - I'm not saying this means it isn't a topic for the board meeting but isn't this a topic in part for dealing with the GDD staff because this is where - that's question one for you.

And two, just to check is this a sub-bullet or sub-portion of this overall topic which is what I think where we were going to cover it or are you advocating Philip that there should be another whole topic?

Philip Corwin: I'll leave the second question to the rest of the council members to see if
                   there is a consensus but seem to be related concerns. On the first question
                   obviously yes it would be a good thing to pursue with the GDD staff first thing
                   in the morning how did you come to that decision.
                   That doesn't preclude, you know, the option bring it up with the board to
                   suggest concerns about it.

Jonathan Spencer: Yes so I agree with you I think that doesn't preclude it. So I'll give you two
                   suggestions and certainly I mean it may better inform the later discussion with
                   the board if it's already been discussed with the GDD staff earlier in the day.
                   So I'd encourage that to take place.

                   And I think for the moment it sits underneath this topic but the broad topic that
                   we have at the moment this board/executive decisions concerning gTLD
                   policy and related implementation matters. So Susan.

Susan Kawaguchi: Susan Kawaguchi for the record. So just following up on James'
                   point which was more directed at questions for the CEO but I am concerned if
                   a new CEO came in and cleaned house even though, you know, we may see
                   some transitions out of ICANN by people that are loyal to Fadi.

                   And I do think that's a question for them. Now whether or not we need to wait
                   for that session on Thursday or not but the question being, you know, is there
                   something that the board can do to prevent that.

                   And if I remember correctly the board definitely directed (Rod) not to clean
                   house when he came in because there was a lot of transitions and at one
                   point the board said please stop don't do this.

                   And so, you know, we've seen that happen in the past. So, you know, I
                   wouldn't be surprised if we saw that again so I'm not sure whether we want to

add that to the board discussion because they've asked all the constituencies at least to wait until Thursday but it is I think it is an important topic.

Jonathan Spencer: I suppose this is a really interesting one because it's actually a subtly different point to this is not to do with the qualities or issues around to hire the CEO. This is and I think it might be just something that we could mention as a sort of other topic which Mary's got it quite nicely captured here.

Other topics to note only not for lengthy discussion and you could say there is a concern around organizational stability at the transition of CEO and we would just like to mark the boards card to be thinking about that and perhaps coming back to the community because, you know, there's essentially been a whole recruitment, big development of staff.

And it's about organizational stability and there's risk management in organizational stability at the time of transition. And it's probably almost good enough to just mark that at this point.

Susan Kawaguchi: I would agree and I think we've all experienced in our day jobs that you have a CEO change in a major company you have - that impacts the whole company which is good, sometimes bad.

Jonathan Spencer: Okay so in fact, you know, and I would again so we've got a couple of other topics to note only not for lengthy discussion that are captured there.

Susan Kawaguchi: Exactly.

Jonathan Spencer: Okay so...

Susan Kawaguchi: Can I continue on with...

Jonathan Spencer: ...sorry Susan I didn't realize you had a second point.

Susan Kawaguchi: Volker was talking about, you know, multiple working groups and that's really our housekeeping except that there, you know, the EWG was a prime example of a board initiated group.

And so and even though my view of that having participated on that team is positive I'm not sure that that was the way to go about that. So even though we may not want to bring up exactly, you know, tell the board exactly don't initiate things because we need them to be proactive in some ways.

But they need to work closer with the GNSO on that and I think that if you ask Fadi, you know, and I'm probably putting words into his mouth but if you ask Fadi what are the things you regret you did this might have been one of them.

So I'm not sure we still should bring that up to the board with the multiple, you know, working groups and the overload of working groups but that is something we should keep in mind.

Jonathan Spencer: So that's the kind of thing where it can be raised by your or someone else as the conversation goes and...

Susan Kawaguchi: Right yes.

Jonathan Spencer: ...okay.

Susan Kawaguchi: And then if we run out of topics I think an interesting question to the board and maybe this has been done before and I just haven't paid attention is what is keeping them awake at night, what are they worried about?

Are we on the same page with what their concerned about for ICANN. But that's sort of a generic question that if we don't fill the time.

Jonathan Spencer: But that's a nice question because it gives it the possibility of a round table, you know, anyone from the board can say look what - and so you can put that into quote marks or not Mary as the case maybe it's really that what keeps - yes that's good thank you.

Susan Kawaguchi: In my own working situation when that questions been asked I've always been surprised. I'm like I didn't realize, you know, this is a concern.

Jonathan Spencer: All right so next in the queue we've got I think it's (Makaley) next, so go ahead (Makaley).

(Makaley Neilan):   Thanks (Makaley) for the record. Now just going back again to this thing around the rights protection mechanisms and other contractual pieces where it's basically this defacto policy without going through a policy process.

I think, you know, discussing that with GDD makes sense to a point but ultimately being blunt about it, you know, the issue in some respects comes from GDD.

So it really needs to be raised above that to say be it to the board or to the CEO, you know, this is something we're concerned about it needs, these things need to go through a process.

And while maybe some things were agreed upon just to move things forward with the new TLD rollout, pushing those things in as if they were - and I've heard them say this to the public and to me and to others who are here, this was a community decision or this was a community something.
And you're going - hold on (unintelligible) this is something that you came up with and you forced us to agree to and now you're doing the same with contracts that are up for renegotiation, renewal or whatever and that is fundamentally problematic, thanks.

Jonathan Spencer: Okay so we've pretty much got that covered in the topic as it stands I think. Brian.

Brian Winterfeldt: Brian Winterfeldt, IPC. I guess I understand the point and the concern. I think the original topic that I was sort of proposing I know we didn't put it into the title really for deliberate purposes it was really more about the GAC specific issues.

And so I don't know and I feel like we haven't really had a thorough discussion about the CRS issue with regard to dot travel and frankly we haven't had a thorough discussion in IPC.

So I don't know if it fits neatly into my topic really or not.

Jonathan Spencer: Okay so where does that leave us because we - I think so the question is whether or not that is carved out of the topic or brought in as a separate topic. Brian as it's currently articulated how do you feel about that absent that third bullet? Is the rest something you feel comfortable presenting and...

Brian Winterfeldt: Yes the rest I feel comfortable presenting and I'm actually sending some more assignments to Mary to take a look at too and I'm copying you on it to see if you like the language and for everyone else to look at as well.

I mean maybe we carve it out separately I don't know.

Jonathan Spencer: Is there anyone who has raised this point on the policy being made with respect to executive as opposed to board? I mean I can see the connection in some ways but is there anyone willing to raise this separately and pick this up as a point of concern?

Volker Greimann: Well if we look at the general question then yes the third point does not fit because it is not a board action it's an executive action that makes that result in these implementations.

So if we include this general question as it's written there then yes we should take it as a separate point. However it still fits under the overall topic headline and I would hesitate of removing it from the topics. So we might find a different general question for that that would be led by somebody else.

Jonathan Spencer: Yes so I think what is being suggested here or proposed is that we create a second topic. So we could make this topic one is board decisions concerning gTLD.

And then the second one is executive decisions concerning gTLD policy which is a matter for the board to be aware of. So let's separate them out in that way Mary.

So you almost copy and paste the heading and then we seek a volunteer to deal with the executive decisions one and I'm looking for a hand.

James Bladel: Sure I thought that Volker wanted to take it but I'll take it. I know that some of us have already discussed this so I'd be happy to raise that.

Jonathan Spencer: Okay so that's great James if you prepare to be prepare to be the topic lead on that and I suspect you'll have - I'm just checking my queue then I've got I think Susan that's an old hand and Volker is that a new entry to the queue your hand?

Okay so look, that feels like we've got something to talk about. We've got a number of minor topics that we could pick up on. We've got a lead topic coming in with Brian on the board decisions.

A follow-up one on the executive (stroke) staff decisions and I think we can - these are relevant, these are policy related points or concerns around policy related issues.

So it feels on topic in the broader sense. Let's draw a line under that session now. Well before we close the recording there are two other meetings of substance to take place on Sunday and Monday.

One is with the GAC and one is the ccNSO meeting. I think we'll deal with the ccNSO meeting online for the moment that's circulated if we haven't already. Marika have we circulated the agenda for the ccNSO meeting to the group?

Can we - yes let's get the draft agenda out and then we can - (Heather) come in on that.

(Heather Forrest):   Thank you Jonathan Spencer, (Heather Forrest). I'd just like to make a very quick comment that I spoke to Jonathan Spencer about during the break. I'm aware that one of the items on the agenda for the ccNSO meeting has to do with the CWG and the use of names and country and territories.

And I raised this and it's now on our action list here in the GNSO to deal with the GAC on the GAC's involvement in this area and overlap. One point I'd like to make to council so that we don't walk away from that with egg on our face that discussion is we have posted to the list this current draft let's say work that we're doing in relation to two letter country codes.

We've had back quite a few responses from the ccNSO on that largely saying we don't want to change things as they are. And we've had two responses I think maybe three from GNSO representatives on two letter codes.

So at the moment we don't look terribly engaged on this issue. And if anyone has a spare a few minutes to send in comments on how you feel about two letter codes that would be helpful just so we don't go in looking uninterested into that discussion. Thanks Jonathan Spencer.

Jonathan Spencer: Okay so that's the agenda for the joint ccNSO, GNSO council meeting. It will be circulated, the list. If there's any feedback or comment on that let's deal with that. That's Monday evening that one.

Sorry (Stephanie) if I overlooked you. (Stephanie) have you got - is it possible for you to come in on the Adobe connect because the card is something - did I overlook you on the...

(Stephanie Paren):   Actually I just turned off the Adobe connect. I don't normally use it when I'm sitting here so maybe I should.

Jonathan Spencer: Please do if you wouldn't mind it just means we can get to you in the queue.

(Stephanie Paren):   Right.

Jonathan Spencer: Okay so and then there's the meeting with the GAC. I think if we could we have a draft agenda for that and it's probably worth just spending a few minutes on that just making sure everyone is clear on that.

Are you able to copy it into the same worksheet?

Mary Wong: Jonathan Spencer I think what we have right now is being displayed on the screen and it's so...

Jonathan Spencer: I'm sorry I couldn't see it I apologize I was focused down below item 3, I apologize thanks. Right, so there you have it as an update on the GAC GNSO consultation group.

I'll probably provide a status update on the GNSO liaison to the GAC and then ask Mason to pick up on the two sub-bullet points under two. Then we've got the plans for the GNSO response to the GAC communique and opportunity to just describe our plans there.

And a possible exchange of views on IANA stewardship transition. This is something that (Thomas Snyder) was keen to keep in there. So who has been working on the GNSO response to the GAC communique? Was that Volker or (David) or both or who was working on that?

(Carlos). (Carlos) I mean is this something you would like to, would you like to talk about this? I mean I think this is one of those things where it's going to be handled relatively sensitively because this could blow up if it's presented carelessly. Okay so (David).

(David): We have enough tension with the country codes already and increasing as (Heather) said it's not that I wouldn't like to do it but this is another pressure point.

We have to translate from the ccNSO then to the GAC. It's not going well.

Jonathan Spencer: Okay so let's do that. I'll do the welcome and the status of the GNSO liaison to the GAC and then (David) you can talk about the plans for the GNSO response to the GAC communique.

And I think it's really finding a form of words that explain and express that effectively without being provocative about it and it must be very clear that this is a supplement to any existing processes and this is intended to assist and aid.

Male: It's intended to guide the board in so that their response to the GAC can be better informed by the GNSO rather than adding any new process.

Jonathan Spencer: So I mean I wonder if it's worth - are you willing to put down a handful of bullet points to share with the council, the key talking points on that?

Male: Sure.

Jonathan Spencer: Great so if you could do that then we're clear and if anyone has got any concerns with that correctly and effectively articulates our plans in that area. And I think then we're done for those three key meetings.

And that gives us an opportunity for the last half hour of the day to focus in on the motions that are before the council to the extent that we haven't covered them already.

Mason sorry I missed your hand go ahead.

Mason Cole: That's all right, thank you Mason Cole speaking. Just in the way of so that everybody is aware. I was asked by (Tom Dale) the secretary for the GAC for just a short introduction on what our plans were in terms of responding to the communique. So I did give him a very short briefing on it.

                                    END