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ICANN72 | Virtual Annual General Meeting - Board Organizational Meeting  
Thursday, October 28, 2021 - 16:30 to 18:00 PDT

MAARTEN BOTTERMAN: As a tradition, following the last Board meeting of the old Board, we start with the organizational meeting of the new Board.

And for this, Mr. Secretary, I'd like to do a rollcall to make sure that the new Board is on board.

JOHN JEFFREY: Yes, Mr. Chairman. We have all of the current Board members that are moving over to the new meeting. And as well, we have four new incoming Board members.

Jim Galvin, can you indicate your presence?

JIM GALVIN: Present.

JOHN JEFFREY: Thank you. Alan Barrett.

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ALAN BARRETT: Yes, I'm present.

JOHN JEFFREY: Thank you. Katrina Sataki.

KATRINA SATAKI: Yes, I'm here.

JOHN JEFFREY: Thank you. And Edmon Chung.

EDMON CHUNG: I'm here.

JOHN JEFFREY: And just for the record, Mr. Chairman, Lito, Merike, Nigel, and Ron have all left the theoretical dais.

MAARTEN BOTTERMAN: Okay. Thank you very much for that. And thanks for whole Board to be here. Looking forward to working the coming year with all of you.

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The organizational meeting is where the Board takes care of our annual organizational activities. It's the first formal meeting of the Board for the next term. And we will take actions including electing the leadership of the Board for its new term, comprising of different committees of the Board, and appointing ICANN's officers.

After that, we'll also take our annual required actions as a sole member of PTI, the ICANN-controlled entity that sets up to perform the IANA functions under ICANN's mandate.

I think this is a part of our annual meeting. It's part of our ongoing governance obligations and required in PTI's bylaws.

As we turn to the first resolution on the selection of Board leadership, I will ask Leon Sanchez to chair for this resolution.

Leon, can you please take this away?

LEON SANCHEZ:

Thank you very much, Maarten.

So as Maarten has described, the Board has decided to elect Maarten Botterman as chairman of the Board.

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So the resolution reads: Maarten Botterman is elected as Chair of the Board.

Do we have someone to move this resolution?

TRIPTI SINHA: I'll move it.

LEON SANCHEZ: Anyone second it?

AVRI DORIA: I'll second.

SARAH DEUTSCH: I'll second.

LEON SANCHEZ: Thank you. Please, everyone in favor, say aye.

[ Chorus of Ayes. ]

Anyone against?

[ No verbal response. ]

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Any abstentions?

[ No verbal response. ]

Thank you. So this resolution passes by unanimity.

Back to you, Maarten.

MAARTEN BOTTERMAN: Thank you very much, Leon. And thank you all for your votes and your trust in me for another year to serve this Board as chair.

With this, I would like to read the second motion which is to elect Leon Sanchez as vice chair of the Board, to be resolved.

Who would be willing to move this motion?

SARAH DEUTSCH: I'll move it.

MAARTEN BOTTERMAN: I heard Sarah, and I heard Tripti. May I have Sarah as move and Tripti as second?

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TRIPTI SINHA: Yes.

SARAH DEUTSCH: Yes.

MAARTEN BOTTERMAN: Thank you very much.

All in favor please say aye.

[ Chorus of Ayes. ]

Anybody against?

[ No verbal response. ]

Nobody against.

Any abstentions?

[ No verbal response. ]

No abstentions. Thank you.

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Leon, you are hereby vice chair of the Board.

LEON SANCHEZ: Just to thank our Board colleagues again for reaffirming their trust and their confidence in me to continue serving as vice chair of the Board. Thank you very much.

MAARTEN BOTTERMAN: Thank you. And then for C, which is the appointment and leadership of the committees.

Please, Tripti, you are the BGC chair -- former BGC chair, the new one, incoming, could you please take this away.

TRIPTI SINHA: Thank you, Maarten.

And what you have before you is the membership of all the committees of the Board to continue the work of the Board. And we shall resolve today on the 28th of October, 2021, the membership and leadership of the following committees established as follows.

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For the Accountability Mechanisms Committee: Becky Burr as the chair. And other members are Alan Barrett, Edmon Chung, Sarah Deutsch, Patricio Poblete, Leon Sanchez, and Katrina Sasaki.

The Audit Committee, Sarah Deutsch as the chair. And other members are Alan Barrett, Akinori Maemura, Mandla Msimang, Ihab Osman, Kaveh Ranjbar, Katrina Sasaki.

The Compensation Committee, Maarten Botterman is the chair. Other members are Sarah Deutsch, Danko Jevtovic, Leon Sanchez, and Tripti Sinha.

The Executive Committee, Maarten Botterman is the chair. Göran Marby, Leon Sanchez, and Tripti Sinha are the other members.

For the Governance Committee: Tripti Sinha is the chair. And the other members are Becky Burr, Sarah Deutsch, Avri Doria, Danko Jevtovic, Ihab Osman, and Leon Sanchez.

For the Finance Committee, the chair is Danko Jevtovic. The other members are Harald Alvestrand, Becky Burr, Avri Doria, Mandla Msimang, Ihab Osman, and Tripti Sinha.



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For the Organizational Effectiveness Committee, Avri Doria is the chair. And other members are Alan Barrett, Akinori Maemura, Patricio Poblete, Katrina Sasaki, and Matthew Shears.

For the Risk Committee, the chair is Harald Alvestrand. Members are James Galvin, Danko Jevtovic, Mandla Msimang, Patricio Poblete, Kaveh Ranjbar, and Matthew Shears.

Strategic Planning Committee, the chair is Matthew Shears. And members are Becky Burr, Edmon Chung, Avri Doria, James Galvin, Danko Jevtovic, Leon Sanchez, and Tripti Sinha.

The Technical Committee, the chair is Kaveh Ranjbar. And the members are Harald Alvestrand, Alan Barrett, Edmon Chung, James Galvin, Akinori Maemura, Patricio Poblete, and Katrina Sasaki.

With that, Maarten, I'll turn it back to you.

MAARTEN BOTTERMAN: Thank you for that. Any questions at this point in time?  
If not, who may I ask to move this agenda -- this item.

TRIPTI SINHA: I'll move.

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MAARTEN BOTTERMAN: I heard Tripti. I have a second?

BECKY BURR: Becky.

MAARTEN BOTTERMAN: Becky seconds. Thank you very much. All those in favor please say aye.

[ Chorus of Ayes. ]

Anybody against say nay.

[ No verbal response. ]

IHAB OSMAN: Nay.

MAARTEN BOTTERMAN: Sorry, who was that?

IHAB OSMAN: Ihab.

MAARTEN BOTTERMAN: Noted. Any abstentions?

[ No verbal response. ]

No abstentions.

This motion passes with supermajority. Thank you very much.

Next. As we turn to our other annual requirement where we come together in a role as the sole member of the public technical identifiers, the ICANN-controlled entity set up to perform the IANA functions under ICANN's mandate, I will turn to Göran to introduce those items.

Göran, please.

GÖRAN MARBY: Thank you.

ICANN is now in its fifth year of meeting its bylaws obligation in maintaining PTI as the home of the IANA functions.

PTI is a wholly owned subsidiary of ICANN and accordingly, since PTI is set up as a single-member organizational structure, ICANN

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as the sole member has a number of governance measures that are affirmed annually during this meeting in a transparent manner in observance with all the governance responsibilities that ICANN has on both the ICANN and the PTI bylaws.

The annual meeting is just one part of our responsibility. Last month we selected Xavier Calvez to join the PTI Board to fill a vacancy.

We also do many other regular items including receiving reports from the Customer Standing Committee and the IANA Naming Function Review and approving funding for the IANA budget.

The PTI bylaws specify that Kim Davies, the PTI President, will join us at this annual meeting of the member. And I'm checking that Kim is here.

KIM DAVIES: I'm present. Thank you.

MAARTEN BOTTERMAN: Thank you, Kim. And welcome.

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ICANN as the sole member of the PTI now takes the following steps to meet its bylaws obligations. And I offer to the Board the following sets of resolutions:

Annual meeting of the member. Resolved, the ICANN Board confirms that this meeting is the annual meeting of the member of Public Technical Identifiers. And the election of the PTI President: Whereas, pursuant to Section 7.2 of the PTI bylaws, ICANN as the sole member is required to annually elect a President of PTI.

Resolved, the ICANN Board in its role as sole member of PTI hereby re-elects Kim Davies as the President of PTI.

Maarten, back to you for seconds and votes.

BECKY BURR: You're muted, Maarten.

MAARTEN BOTTERMAN: Okay. Göran, do I have a move from you?

GÖRAN MARBY: I can move it. Yes. Thank you.

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MAARTEN BOTTERMAN: Do we have a second?

AVRI DORIA: I'll second.

MAARTEN BOTTERMAN: Avri is second.

All those in favor please say aye.

[ Chorus of Ayes. ]

Anybody against please say nay.

[ No verbal response. ]

I hear no nay.

Any abstentions?

[ No verbal response. ]

I hear no abstentions.

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Kim, you are hereby reconfirmed as President of PTI. Thank you very much.

Now, the last thing to do is the appointment of the officers. And the following officers have been to be appointed.

Resolved, Göran Marby elected as President and Chief Executive Officer.

Resolved, John Jeffrey is elected as General Counsel and Secretary.

Resolved, Xavier Calvez is elected as Senior Vice President, Planning, and Chief Financial Officer.

Resolved, David Olive is elected as Senior Vice President, Policy Development Support

Resolved, Ashwin Rangan is elected as Senior Vice President, Engineering and Chief Information Officer.

And Resolved, Theresa Swinehart is elected as Senior Vice President, Global Domains and Strategy.

Any questions about this? If not, who may I ask to move this?

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LEON SANCHEZ: I will Maarten.

TRIPTI SINHA: I will.

MAARTEN BOTTERMAN: I heard Leon. And I heard a second from Tripti, I think.

TRIPTI SINHA: Yes.

MAARTEN BOTTERMAN: All those in favor please say aye.

[ Chorus of Ayes. ]

Against please say nay.

[ No verbal response. ]

I hear no nay.

Any abstentions?



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[ No verbal response. ]

I hear no abstentions. Also, this motion passes with full votes.  
Thank you for that.

With that, is there any other business? I see no hands.

So with that, thank you all for your attention. Thank you for being witness of this process where the Board organizes itself. And wish you all a good night, a good morning, a good evening, wherever you are.

Looking forward to be in touch with you and see you at our next meeting in March. Thank you very much.

The meeting is closed.

**[ END OF TRANSCRIPT ]**