

Compensation Committee Activities Report – 1 January 2024 through 30 June 2024

Completed Activities:

Item	Description	Committee Completion Date	Accomplishments/Outcome
1. Presentation re: President and CEO Compensation	The Independent Compensation Expert firm presented to the Committee its report regarding the proposed approach and consideration for compensation to be offered to ICANN's next President and Chief Executive Officer (CEO). The Committee also prepared for presentation to the full Board.	26 January 2024	The Committee agreed on plan and process for Independent Compensation Expert firm presentation to the full Board.
2. Components of President and CEO Compensation	The Committee discussed and agreed to send a formal motion to the Committee for online approval with specific components of the proposed President and CEO compensation package.	16 February 2024	The Committee agreed to have org send a motion to committee for online approval, which was completed online with unanimous approval effective 27 February 2024.
3. Ombuds Engagement	Over email, the Committee discussed and revised the term sheet to be sent to the Ombuds candidate for discussion.	5 May 2024	Effective 5 May 2024, the Committee unanimously approved online the term sheet to be sent to the Ombuds candidate for discussion
4. President and CEO Compensation Package	The Committee discussed the negotiations with the selected President and CEO candidate about his compensation package and approved a recommendation to the Board including all of the terms agreed. The Committee also confirmed that no member of the Committee has any conflicts of interest relating to the President and CEO's Compensation	7 June 2024	The Committee recommended that the Board approve the compensation package for the new President and CEO, which the Board did on 8 June 2024 (see https://www.icann.org/en/board-activities-and-meetings/materials/approved-resolutions-regular-meeting-of-the-

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