

Board Briefing Materials - 3 February 2017 Regular Board Meeting

The originally published version of this document contained information that was withheld from publication in accordance with the [ICANN Publication Practices](#). The updated information in the document can be found at page 4. To view a redacted or previously withheld version, please see <https://www.icann.org/en/board-activities-and-meetings/board-materials-redaction-archive-register>.

AGENDA – 3 FEBRUARY 2017 REGULAR BOARD Meeting – 60 minutes

Last Updated 1 February

Privileged and Confidential

| Time, etc. | Agenda Item | Shepherd |
|--|---|---------------------|
| Assembly, Roll Call & Consent Agenda Vote | 1. Consent Agenda | |
| 20 min | 1.a. Board Meeting Minutes from 13 December 2016 | John Jeffrey |
| | 1.b. Delegation of the پاکستان IDN ccTLD representing Pakistan in Arabic script | Khaled Koubaa |
| | 1.c. Security and Stability Advisory Committee Appointment | Ram Mohan |
| | 1.d. Amendment to .XXX Registry Agreement | Becky Burr |
| | 1.e. Independent Review of the Generic Names Supporting Organization (GNSO) Plan of Recommendations | Rinalia Abdul Rahim |

AGENDA – 3 FEBRUARY 2017 REGULAR BOARD Meeting – 60 minutes

Last Updated 1 February

Privileged and Confidential

| Time, etc. | Agenda Item | Shepherd |
|-------------------|--|-----------------|
| | 1.f. Appointment of Board Designees for New Specific Reviews: Registration Directory Service (RDS) Review Team | Lito Ibarra |
| | 1.g. Appointment of Board Designees for New Specific Reviews: Second Security, Stability, and Resiliency of the Domain Name System | Chris Disspain |
| | 1.h. GNSO Council Request: Compliance with Inter-Registrar Transfer Policy Part C (IRTP-C) | Becky Burr |
| | 1.i. GAC Advice: Hyderabad Communiqué (November 2016) | Markus Kummer |
| | 1.j. Publication of Board Committees Activity Reports | Chris Disspain |
| | 1.k. Appointment of Independent Auditors | Mike Silber |

AGENDA – 3 FEBRUARY 2017 REGULAR BOARD Meeting – 60 minutes

Last Updated 1 February

Privileged and Confidential

| Time, etc. | Agenda Item | Shepherd |
|--|---|-----------------|
| Discussion & Decision 40 min | 2. Main Agenda | |
| | 2.a. Consideration of Board Governance Committee's Advice to form a Board Accountability Mechanisms Committee | Chris Disspain |
| | 2.b. AOB | |

ICANN BOARD PAPER NO. 2017.02.03.1b

TITLE: Delegation of the پاکستان. (“Pakistan”) domain representing Pakistan in Arabic Script to National Telecommunication Corporation

PROPOSED ACTION: For Board Consideration and Approval

REFERENCE: 905321

EXECUTIVE SUMMARY:

As part of PTI’s responsibilities under the IANA Naming Function contract with ICANN, PTI has prepared a recommendation to authorize the delegation of the country-code top-level domain پاکستان. (“Pakistan”) comprised of the IDN ccTLD Fast Track approved string representing Pakistan, to National Telecommunication Corporation.

Key points of the investigation on the delegation request are:

- The string under consideration successfully completed the Fast Track process, which deemed it an appropriate representation of Pakistan.
- The proposed manager is National Telecommunication Corporation, a corporation created in 1996 and appointed manager of پاکستان. in 2015.
- Support for the delegation has been provided by the Section Officer of the Ministry of Information Technology as well as other stakeholders of the local Internet community.

PROPOSED RESOLUTION:

Resolved (2017.02.03.xx), as part of the exercise of its responsibilities under the IANA Naming Function Contract with ICANN, PTI has reviewed and evaluated the request to delegate the پاکستان. country-code top-level domain to National Telecommunication Corporation. The documentation demonstrates that the proper procedures were followed in evaluating the request.

PROPOSED RATIONALE:

Why the Board is addressing the issue now?

In accordance with the IANA Naming Function Contract, PTI has evaluated a request for ccTLD

delegation and is presenting its report to the Board for review. This review by the Board is intended to ensure that the proper procedures were followed.

What is the proposal being considered?

The proposal is to approve a request to create the پاکستان .country-code top-level domain in Arabic script and assign the role of manager to National Telecommunication Corporation.

Which stakeholders or others were consulted?

In the course of evaluating a delegation application, PTI consulted with the applicant and other interested parties. As part of the application process, the applicant needs to describe consultations that were performed within the country concerning the ccTLD, and their applicability to their local Internet community.

What concerns or issues were raised by the community?

PTI is not aware of any significant issues or concerns raised by the community in relation to this request.

What significant materials did the Board review?

The Board reviewed the following evaluations:

- The domain is eligible for delegation, as it is a string that has been approved by the IDN ccTLD Fast Track process, and represents a country that is listed in the ISO 3166-1 standard;
- The relevant government has been consulted and does not object;
- The proposed manager and its contacts agree to their responsibilities for managing this domain;
- The proposal has demonstrated appropriate local Internet community consultation and support;
- The proposal does not contravene any known laws or regulations;
- The proposal ensures the domain is managed locally in the country, and is bound under local law;
- The proposed manager has confirmed they will manage the domain in a fair and equitable manner;
- The proposed manager has demonstrated appropriate operational and technical skills and

plans to operate the domain;

- The proposed technical configuration meets the technical conformance requirements;
- No specific risks or concerns relating to Internet stability have been identified; and
- Staff have provided a recommendation that this request be implemented based on the factors considered.

These evaluations are responsive to the appropriate criteria and policy frameworks, such as "Domain Name System Structure and Delegation" (RFC 1591) and "GAC Principles and Guidelines for the Delegation and Administration of Country Code Top Level Domains". As part of the process, Delegation and Transfer <http://www.iana.org/reports>.

What factors the Board found to be significant?

The Board did not identify any specific factors of concern with this request.

Are there positive or negative community impacts?

The timely approval of country-code domain name managers that meet the various public interest criteria is positive toward ICANN's overall mission, the local communities to which country- code top-level domains are designated to serve, and responsive to obligations under the IANA Naming Function Contract.

Are there financial impacts or ramifications on ICANN (strategic plan, operating plan, budget); the community; and/or the public?

The administration of country-code delegations in the DNS root zone is part of the IANA functions, and the delegation action should not cause any significant variance on pre-planned expenditure. It is not the role of ICANN to assess the financial impact of the internal operations of country-code top-level domains within a country.

Are there any security, stability or resiliency issues relating to the DNS?

ICANN does not believe this request poses any notable risks to security, stability or resiliency.

This is an Organizational Administrative Function not requiring public comment.

SIGNATURE BLOCK:

Submitted by: Naela Sarras

Position: Sr. Manager, IANA Services

Date Noted: 17 January 2017

Email: naela.sarras@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1c

TITLE: **Appointment of Paul Ebersman to the Security and Stability Advisory Committee**

PROPOSED ACTION: **For Board Consideration and Approval**

EXECUTIVE SUMMARY:

The Chair of the Security and Stability Advisory Committee (SSAC) respectfully requests the appointment of Paul Ebersman as a new Committee member.

COMMITTEE RECOMMENDATION:

The Committee desires the appointment of Paul Ebersman to the SSAC.

PROPOSED RESOLUTION:

Whereas, the Security and Stability Advisory Committee (SSAC) does review its membership and make adjustments from time-to-time.

Whereas, the SSAC Membership Committee, on behalf of the SSAC, requests that the Board should appoint Paul Ebersman to the SSAC for a three-year term beginning immediately upon approval of the Board and ending on 31 December 2020.

Resolved (2017.03.03.xx), that the Board appoints Paul Ebersman to the SSAC for a three-year term beginning immediately upon approval of the Board and ending on 31 December 2020.

PROPOSED RATIONALE:

The SSAC is a diverse group of individuals whose expertise in specific subject matters enables the SSAC to fulfill its charter and execute its mission. Since its inception, the SSAC has invited individuals with deep knowledge and experience in technical and security areas that are critical to the security and stability of the Internet's naming and address allocation systems.

The SSAC's continued operation as a competent body is dependent on the accumulation of talented subject matter experts who have consented to volunteer their time and energies to the execution of the SSAC mission. Paul is currently a

DNS Architect and Principal Engineer at Comcast NBC Universal. He is known from his lengthy active participation in IETF, DNS-OARC, NANOG, and RIPE, among others. Paul has a deep and thorough Internet operational background, including physical architectures, TCP/IP protocols, and especially the DNS. Most importantly, his experience includes very large-scale operations. The SSAC believes Paul would be a significant contributing member of the SSAC.

Submitted by: Ram Mohan

Position: Liaison to the ICANN Board from the Security & Stability
Advisory Committee

Date Noted: 13 January 2017

Email: mohan@afilias.info

ICANN BOARD PAPER NO. 2017.02.03.1d

TITLE: Proposed Amendment to the .XXX Registry Agreement
PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Board is being asked to approve the proposed amendment to the .XXX Registry Agreement with ICM Registry LLC (“ICM”) (“Registry Operator”), the Registry Operator for top-level domains corresponding to .XXX, .ADULT, .PORN and .SEX. In February 2016 and pursuant to Section 4.3 of the .XXX Registry Agreement, ICM requested to engage in good faith negotiations regarding possible changes to the terms of the Agreement, including, without limitation, to Section 7.2 regarding fees and payments to ICANN. ICM’s request was to amend the .XXX Registry Agreement to align its fee schedule with the fee schedule contained in the new gTLD Registry Agreement.

As part of its review process, ICANN conducted a review of contractual compliance under the .XXX Registry Agreement and found ICM to be in substantial compliance with its contractual requirements. Additionally, ICANN reviewed the most recent International Foundation for Online Responsibility’s audit report of ICM’s Compliance Reporting System and found that the system is fully functional and compliant for its intended purposes. ICM explained that the data shows that the system has been enhanced beyond its original capabilities and has demonstrated high levels of utility for its operation and in its ease of use, which is evidenced by a pattern of decline in cases.

During the course of discussions, ICM informed ICANN that ICM would agree to additional contractual provisions contained in the new gTLD Registry Agreement and a phased implementation of a reduction of fees based on ICM’s continued compliance with the terms of the .XXX Registry Agreement.

Following negotiations, ICANN and ICM agreed to a proposed amendment to the .XXX Registry Agreement, which includes the following:

- A staged reduction in the registry-level transaction fee from \$2.00 to \$0.25 over a period of several years if there are no unresolved compliance issues relating to the Registry Operator, and an increase in the quarterly registry fixed fee payable to ICANN from \$2,500 to \$6,250 (collectively, the “Registry-Level Fees”), provided that until the first adjustment to the registry-level transaction fee is effective, the Registry-Level Fees will not be less than US\$90,000 per rolling twelve month period (as currently provided in the .XXX Registry Agreement).
- The inclusion of certain Rights Protections Mechanisms, including Uniform Rapid Suspension, set forth in the new gTLD Registry Agreement.
- The inclusion of contractual and operational compliance audits rights consistent with those contained in the new gTLD Registry Agreement.
- The inclusion of the additional Public Interest Commitments that are contained in ICM’s Registry Agreements corresponding to its new gTLDs for .ADULT, .PORN and .SEX.

STAFF RECOMMENDATION:

Staff recommends that the Board approve the proposed amendment to the .XXX Registry Agreement with ICM Registry LLC to transition to a new fee structure for fees payable to ICANN and adopt additional safeguards, Rights Protection Mechanisms, and compliance audit requirements for the .XXX top-level domain.

PROPOSED RESOLUTION:

Whereas, ICM requested an amendment to the .XXX Registry Agreement to align its fee schedule with the fee schedule contained in the new gTLD Registry Agreement.

Whereas, the amendment to the .XXX Registry Agreement transitions the .XXX Agreement to a staged reduction in the registry-level transaction fee from \$2.00 to \$0.25 over a period of several years if there are no unresolved compliance issues relating to the Registry Operator.

Whereas, the amendment to the .XXX Registry Agreement will increase the quarterly registry fixed fee payable to ICANN from \$2,500 to \$6,250, provided that, until the first adjustment to the registry-level transaction fee is effective, the Registry-Level Fees will not be less than

US\$90,000 per rolling twelve month period (as currently provided in the .XXX Registry Agreement).

Whereas, ICANN conducted a review of ICM's recent performance under the current .XXX Registry Agreement and found that ICM substantially met its contractual requirements.

Whereas, the amendment to the .XXX Registry Agreement contains the inclusion of contractual and operational compliance audit rights consistent with those contained in the new gTLD Registry Agreement.

Whereas, the amendment to the .XXX Registry Agreement includes additional Rights Protection Mechanisms, including Uniform Rapid Suspension, and the addition of Public Interest Commitments which ICM has already included in the Registry Agreements corresponding to its new gTLDs for .ADULT, .PORN and .SEX.

Whereas, ICANN commenced a public comment period from 12 October 2016 to 01 December 2016 on the amendment to the .XXX Registry Agreement.

Whereas, the public comment forum on the amendment to the .XXX Registry Agreement closed on 01 December 2016, with ICANN receiving eight (8) comments (both from individuals and organizations/groups) for which ICANN subsequently published a summary and analysis.

Whereas, the Board has determined that no revisions to the proposed amendment to the .XXX Registry Agreement are necessary after taking the comments into account.

Resolved (2017.02.03.xx), the amendment to the .XXX Registry Agreement, is approved and the President and CEO, or his designee(s), is authorized to take such actions as appropriate to finalize and execute the Agreement.

PROPOSED RATIONALE:

Why the Board is addressing the issue now?

Pursuant to Section 4.3 of the Registry Agreement, the parties have agreed to engage in bilateral, good faith negotiations regarding possible changes to the terms of the proposed amendment to the .XXX Registry Agreement upon request, including to Section 7.2 regarding fees and payments to ICANN. In 2016, ICM requested an amendment to align its fee schedule with the

fee schedule contained in the new gTLD Registry Agreement. As a result of the bilateral negotiations between ICANN and ICM, this proposed amendment has been drafted to effect the requested changes to transition to the new gTLD Registry Agreement fee structure for fees payable to ICANN and to adopt additional safeguards and compliance audit requirements for the .XXX top-level domain.

What is the proposal being considered?

The amendment to the .XXX Registry Agreement approved by the Board provides a staged reduction in the registry-level transaction fee from \$2.00 to \$0.25 over a period of several years if there are no unresolved compliance issues relating to the Registry Operator and an increase in the quarterly registry fixed fee payable to ICANN from \$2,500 to \$6,250, provided that, until the first adjustment to the registry-level transaction fee is effective, the Registry-Level Fees will not be less than US\$90,000 per rolling twelve month period (as currently provided in the .XXX Registry Agreement). Additionally, the amendment includes certain Rights Protections Mechanisms, including Uniform Rapid Suspension, contractual and operational compliance audits rights consistent with those contained in the new gTLD Registry Agreement and additional Public Interest Commitments that are contained in ICM's Registry Agreements for its new gTLDs corresponding to .ADULT, .PORN and .SEX.

Which stakeholders or others were consulted?

ICANN conducted a public comment period on the amendment to the .XXX Registry Agreement from 12 October 2016 through 01 December 2016, following which time the comments were summarized and analyzed. Additionally, ICANN engaged in bilateral negotiations with the Registry Operator to agree to the terms to be included in the proposed Registry Agreement amendment that was published for public comment.

What concerns or issues were raised by the community?

The proposed amendment Registry Agreement was published for public comment. Commenters expressed their views in four key areas during the public comment period:

- **Inclusion of new gTLD Rights Protection Mechanisms:** Some commenters expressed support for the inclusion of Rights Protection Mechanisms in the amendment to the .XXX

Registry Agreement, while others expressed concerns over the inclusion of certain Rights Protection Mechanisms, specifically Uniform Rapid Suspension, to legacy Registry Agreements. Additionally, commenters who objected to the inclusion of Rights Protection Mechanisms felt strongly that the Rights Protection Mechanisms Policy Development Process Review work should be completed prior to further inclusion of Rights Protection Mechanisms in the renewal of, or amendments to, legacy Registry Agreements.

- **Transition to New Fee Structure:** Although none of the commenters objected to the updated fee schedule, some expressed concern regarding the justification for inclusion of additional new gTLD safeguards with the updated fee schedule. Commenters expressed concern that the staged reduction of fees should have been approved without additional conditions and that the registry fee reduction was a powerful incentive for ICM to agree to other proposed modifications effectively creating additional leverage for ICANN.
- **International Foundation for Online Responsibility:** Commenters expressed concern over the lack of clarity on whether International Foundation for Online Responsibility had reviewed and approved the proposed amendment and International Foundation for Online Responsibility's role in contract negotiations between ICANN and ICM. Additionally, they stated that no further action should be taken by ICANN in regard to the proposed amendment until there was clear evidence that International Foundation for Online Responsibility, the policy-setting sponsoring entity for the .XXX gTLD, had reviewed and approved it. It should be noted that ICM responded to these comments by explaining that ICM has not delegated all policy-making decisions and authority to International Foundation for Online Responsibility and that ICM has the ability to develop policies for .XXX gTLD in delineated areas. Commenters incorrectly asserted that ICM delegated all policy-making decisions and authority to its sponsoring organization, International Foundation for Online Responsibility. Additionally, ICM has the authority to develop the policies, terms and procedures proposed in the .XXX amendment and to negotiate directly with ICANN just as other sponsored gTLD Registry Operators have had the ability to develop policies, terms and procedures for delineated areas of their sponsored gTLDs and to negotiate their new terms and agreements with ICANN.

- **Negotiation Process for The Proposed Amendment to the .XXX Registry Agreement and Contract Negotiations in General:** Commenters suggested that the negotiations for amendments to Registry Agreements should be more transparent and accountable, stating that stakeholders could be affected by the terms of the .XXX Registry Agreement, either directly or indirectly. There was also question as to how ICANN determined which additional terms to add to the proposed amendment and how ICANN specifically determined whether or not to add Public Interest Commitments in the proposed amendment to the .XXX Registry Agreement mandating that the Registry Operator use only ICANN accredited registrars that are party to the 2013 Registrar-Accreditation Agreement. Additionally, commenters raised concern over what they viewed as ICANN’s use of bilateral contract negotiations to “effectuate policy”. Some commenters urge ICANN and the Board to reconsider their positions, and to ensure that ICANN ceases and desists from taking similar action in the context of future RA renewals and amendments until the Rights Protection Mechanism Review Working Group renders the community’s judgment as to whether the Uniform Rapid Suspension and other new gTLD Rights Protection Mechanisms should become Consensus Policy, including until such recommendation is reviewed by the Generic Names Supporting Organization Council and the ICANN Board.

What significant materials did the Board review?

As part of its deliberations, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- [Current .XXX Registry Agreement](#)
- [Proposed Amendment to the .XXX Registry Agreement](#)
- [Public Comments Received](#)
- [Summary and Analysis of Public Comments](#)
- [.ADULT Registry Agreement](#)
- [.PORN Registry Agreement](#)
- [.SEX Registry Agreement](#)

What factors has the Board found to be significant?

The Board carefully considered the public comments received for the amendment to the .XXX Registry Agreement, along with the summary and analysis of those comments. The Board also considered the terms agreed to by the Registry Operator as part of the bilateral negotiations with ICANN. The Board acknowledges the concerns expressed by some community members regarding the inclusion of new gTLD Rights Protection Mechanisms in legacy TLD agreements. Some of the provisions in the proposed amendment to the .XXX Registry Agreement are similar to the changes that were made to several legacy gTLDs, namely the .JOBS, .TRAVEL, .CAT and .PRO Registry Agreements, which were renewed utilizing the new gTLD Registry Agreement and as a result of bilateral negotiations between ICANN and the applicable Registry Operator.

With respect to legacy gTLDs' adopting the Uniform Rapid Suspension in their renewal Agreements as well as the inclusion of the Uniform Rapid Suspension and safeguards in the proposed amendment to the .XXX Registry Agreement, some commenters suggested the Uniform Rapid Suspension may only be added to non-new gTLD agreements only after a full Policy Development Process and that including the Uniform Rapid Suspension in incumbent gTLD agreements via a bilateral contract renewal or amendment process is unacceptable staff intervention into the policymaking process.

Conversely, a different commenter expressed support for the inclusion of the Uniform Rapid Suspension through the proposed amendment to the .XXX Registry Agreement.

It should be noted that the Uniform Rapid Suspension was recommended by the Implementation Recommendation Team as a mandatory Rights Protection Mechanism for all new gTLDs. In the [Implementation Recommendation Team Final Report](#), the Implementation Recommendation Team stated: "Therefore, the IRT recommends that ICANN implement the URS, which would be mandatory for all new generic top-level domain ("gTLD"s), implemented through the new gTLD registry agreements, which would in turn bind registrars supplying new gTLDs to the marketplace."

Although the Uniform Rapid Suspension was developed through the process described above, including public review and discussion in the GNSO, it has not been adopted as a consensus policy and ICANN staff has no ability to make it mandatory for any gTLDs other than those subject to the new gTLD Registry Agreement. Accordingly, ICANN staff has not moved to make the Uniform Rapid Suspension mandatory for any legacy gTLD. In the case of the proposed amendment to .XXX Registry Agreement, as well as legacy gTLD Registry Agreement renewals (namely, .JOBS, .TRAVEL, .CAT and .PRO), inclusion of the Uniform Rapid Suspension was agreed to through bilateral negotiations between the applicable Registry Operator and ICANN. With respect to the .XXX amendment, coexistence between the Rapid Evaluation Service Policy and the Uniform Rapid Suspension within the .XXX gTLD was not discussed during the bilateral negotiations. Additionally, there is nothing restricting Registry Operators from imposing additional Rights Protection Mechanisms, such as the Uniform Rapid Suspension, in other ways, such as through the Registry Services Evaluation Policy process.

Finally, a question was posed inquiring, “Why neither the proposed amendment to the .XXX Registry Agreement nor the agreement as presently amended contains the base template PIC mandating that the Registry Operator use only ICANN accredited Registrars that are party to the 2013 Registrar-Accreditation Agreement”. The Public Interest Commitments, or PICs, included in the proposed amendment contain terms agreed to bilaterally between ICANN and the Registry Operator. Inclusion of the 2013 RAA requirement could certainly be included in future negotiations with the Registry Operator but was not part of the proposed amendments that resulted from the bilateral negotiations between ICM and ICANN.

Are there positive or negative community impacts?

The Board’s approval of the amendment to the .XXX Registry Agreement offers positive impacts to internet users due to the inclusion of certain Rights Protections Mechanisms, including Uniform Rapid Suspension, contractual and operational compliance audits rights consistent with those contained in the new gTLD Registry Agreement and additional Public Interest Commitments.

Are there fiscal impacts or ramifications on ICANN (strategic plan, operating plan, budget); the community; and/or the public?

There is no significant fiscal impact expected if ICANN approves the proposed amendment to the .XXX Registry Agreement. It should be noted however that as a result of approval of the Registry Agreement amendment, projected annual registry fees to ICANN will result in a minimal negative fiscal impact. This change has been considered in ICANN's budget.

Are there any security, stability or resiliency issues relating to the DNS?

There are no expected security, stability, or resiliency issues related to the DNS if ICANN approves the proposed amendment to the .XXX Registry Agreement. The proposed amendment, in fact, includes additional safeguards for the protection of registrars and registrants. As part of ICANN's organizational administrative function, ICANN published the proposed amendment to the .XXX Registry Agreement for public comment on 12 October 2016.

Signature Block:

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement

Date Noted: 25 January 2017

Email: cyrus.namazi@icann.org

ICANN Board Paper No. 2017.02.03.1e

Title: **Independent Review of the Generic Names Supporting Organization
Implementation Plan of Recommendations**

Proposed Action: Acceptance of the Implementation Plan as adopted by the
GNSO Council, direction to begin implementation, request to
provide further implementation details in the future

Executive Summary

The GNSO Council has adopted the GNSO Review Implementation Review Plan and the ICANN Board is asked to accept the Plan and instruct the GNSO to start the implementation process.

The Organizational Effectiveness Committee of the ICANN Board (OEC) recommends that the Board accepts the GNSO Review Implementation Plan and that the Board instructs the GNSO to commence Phase 1 of the implementation without delay, with the understanding that the Working Group will provide more details on the upcoming implementation, especially with regard to Phases 2 and 3 as part of the bi-annual implementation status reports to be presented to the OEC.

Background

The [second GNSO Review](#) started in July 2014 as mandated by the ICANN Bylaws, [Article IV](#), Section 4.4. In September 2015, Westlake Governance (the appointed independent examiner) submitted its [Final Report](#). In its response to the recommendations contained in the Final Report, the Working Party prepared the “GNSO Review Working Party’s (WP) Feasibility and Prioritization Analysis of the GNSO Review Recommendations” (Analysis). In the Analysis, the Working Party recommended the adoption of all but three recommendations (21, 23, and 32). The GNSO Council adopted the Analysis, but amended it to support the implementation of recommendation 21, to which the Working Party in turn agreed.

Subsequently, the OEC considered the Final Report and the Analysis and recommended to the ICANN Board: to accept the Final Report issued by the independent examiner; to adopt the GNSO Review Recommendations, except recommendations 23 and 32 in line with the Analysis; and to direct the GNSO Council to draft an implementation plan for the adopted recommendations with a realistic timeline that takes into account the continuously high community workload and consideration of the prioritization proposed by the WP; publish the plan no later than six (6) months after the Board’s adoption of the GNSO Review recommendations; ensure that the implementation plan includes definitions of desired outcomes and a way to measure current state as well as progress toward the desired outcome, and report back regularly to the Board on its implementation progress.

The ICANN Board of Directors acted accordingly:

“Resolved (2016.06.25.13) taking into account the GNSO Working Party's Feasibility and Prioritization Analysis of the GNSO Review Recommendations, adopted with modifications by the GNSO Council, the Board adopts thirty-four (34) recommendations of the Final Report (i.e. all recommendations excluding recommendations 23 and 32).”

“Resolved (2016.06.25.14), the Board requests that the GNSO Council convene a group that oversees the implementation of Board-accepted recommendations. An implementation plan, containing a realistic timeline for the implementation, definition of desired outcomes and a way to measure current state as well as progress toward the desired outcome, shall be submitted to the Board as soon as possible, but no later than six (6) months after the adoption of this resolution.”

“Resolved (2016.06.25.15), the Board directs the GNSO Council to provide the Board with regular reporting on the implementation efforts.”¹

Subsequently, on 21 July 2016, the GNSO Council [adopted](#) the Charter of the then-formed GNSO Review Working Group, tasking this Working Group to develop an implementation plan for the GNSO Review recommendations. Accordingly, the GNSO Review Working Group

¹ See full resolution: <https://www.icann.org/resources/board-material/resolutions-2016-06-25-en#2.e>.

developed an Implementation Plan that was [adopted](#) by the GNSO Council on 15 December 2016, attached as Exhibit A.

Organizational Effectiveness Committee (OEC) Recommendations

Having examined the Implementation Plan ([Exhibit A](#)), the OEC thanks the GNSO Review Working Group for its diligent work.

The OEC recommends that the Board accept the GNSO Review Implementation Plan and that the Board instructs the GNSO to commence Phase 1 of the implementation without delay.

The OEC appreciates that, at this time, the Implementation Plan cannot provide all implementation details for all recommendations – especially those contained in Phases 2 and 3. The reasons for this is that budgetary implications and measurability will depend on the exact details of the implementation work. Such planning is only possible during implementation; predicting these at this stage would be impractical.

Instead, the OEC recommends that the GNSO Review Working Group provides updates to the OEC about past implementation achievements and future implementation plans on a bi-annual basis. It is during these updates that the Working Group shall provide more details on the measurability of implementation progress. The Board, through the OEC will continue to review those detailed plans as released.

The OEC recommends that the Board adopt the GNSO Council-approved implementation plan, with the understanding that the Working Group will provide more details on the implementation of Phases 2 and 3 within the bi-annual implementation status reports. According to the GNSO – proposed timeline, the three phases will be stacked as follows (see also [Exhibit A](#)):

| | Proposed Implementation | | |
|--|--|-------------------|--|
| | Phase 1 | Phase 2 | Phase 3 |
| Recommendations Included in Phase | 8, 15, 16/18, 14, 31, 33, 24/25, 30, 10/11, 13, 19 | 26/27/28/29, 6 | 20, 21, 7, 35, 22, 1/2/3, 5/9, 12, 17, 4, 34, 36 |
| Proposed Date of Implementation | Feb '17 - Jul '17 | Feb '17 - Jan '18 | Jul '17 - Dec '18s |

Proposed Resolution

Whereas, [ICANN Bylaws Article IV, Section 4.4](#) calls on the ICANN Board to “cause a periodic review of the performance and operation of each Supporting Organization, each Supporting Organization Council, each Advisory Committee (other than the Governmental Advisory Committee), and the Nominating Committee by an entity or entities independent of the organization under review. The goal of the review, to be undertaken pursuant to such criteria and standards as the Board shall direct, shall be to determine (i) whether that organization has a continuing purpose in the ICANN structure, and (ii) if so, whether any change in structure or operations is desirable to improve its effectiveness.”

Whereas, the independent examiner of the GNSO Review produced a [Final Report](#), containing thirty-six (36) recommendations in September 2015.

Whereas, the Board [adopted](#) the Final Report and the GNSO Working Party’s Feasibility and Prioritization Analysis of the GNSO Review Recommendations as adopted by the GNSO Council.

Whereas, the GNSO Council [formed](#) the GNSO Review Working Group and subsequently [adopted](#) the Working Group’s Implementation Plan.

Resolved (2017.02.03.xx), that the Board acknowledges the GNSO Review Working Group’s work and thanks them for producing a comprehensive Implementation Plan that was [adopted](#) by the GNSO Council.

Resolved (2017.02.03.xx), that the Board supports the phased approach laid out in the Implementation Plan and acknowledges that more details with regard to implementation details may be required for implementation Phases 2 and 3.

Resolved (2017.02.03.xx), that the Board accepts the GNSO Review Implementation Plan.

Resolved (2017.02.03.xx), that the Board directs the Review Working Group to provide updates to the OEC every six months. Those bi-annual updates shall identify implementation achievements and future implementation plans. It is during these updates that the GNSO Review Working Group shall provide more details on implementation progress, and measurability. The OEC may request interim briefings if deemed necessary.

Resolved (2017.02.03.xx), that any budgetary implications of the GNSO review implementation shall be considered as part of the then-applicable annual budgeting processes.

Rationale for Resolutions

To ensure ICANN's multistakeholder model remains transparent and accountable, and to improve its performance, ICANN organizes independent reviews of its supporting organizations and advisory committees as prescribed in [Article IV Section 4.4](#) of the ICANN Bylaws. The second GNSO Review started in 2014 and the independent examiner presented its Final Report in September 2015.

The GNSO Review recommendations have the potential to advance ICANN's transparency and accountability objectives and have been considered carefully by the Board's Organizational Effectiveness Committee as well as by the full Board.

The Board resolution will have a positive impact on ICANN and especially the GNSO as it reinforces ICANN's and the GNSO's commitment to maintaining and improving its accountability, transparency and organizational effectiveness throughout the implementation process.

Due to the large number of recommendations that need to be implemented, the Board strongly supports the phased approach as laid out in the Implementation Plan ([Exhibit A](#)). This will allow the community time to refine details as the implementation process proceeds— especially during Phases 2 and 3 (as laid out in [Exhibit A](#)).

Some recommendations – especially those foreseen to be implemented in Phases 2 and 3 – may benefit from additional details regarding their exact implementation. Due to the difficulty to predict these issues months – or years – in advance, the Board supports the idea that the GNSO Review Working Group provides updates bi-annually to the OEC. It is during these updates that the GNSO can provide greater implementation details with regard to those recommendations that are going to be scheduled for the forthcoming six-month period following the respective OEC update. At that time, the GNSO would be in a better position to flag any significant variations from the original implementation plan and timing. The GNSO will present any budgetary implications resulting from of the implementation as part of the development of its annual budget.

Why is the Board addressing the issue?

This resolution moves the second review of the GNSO into the implementation phase. Following the assessment of the Implementation Plan and the feedback from the Board’s Organizational Effectiveness Committee, the Board is now in a position to consider the Plan and instruct the GNSO to start the implementation process. This step is an important part of the Organizational Review’s checks and balances, to ensure that the spirit of Board-approved recommendations will be addressed through the implementation plans, while being mindful of budgetary and timing constraints.

What is the proposal being considered?

The proposal the Board is considering is the adoption of the GNSO Review Implementation Plan, drafted by the GNSO Review Working Group, adopted by the GNSO Council, and considered and supported by the Organizational Effectiveness Committee.

What significant materials did the Board review?

The Board reviewed the GNSO Review Implementation Plan ([Exhibit A](#)) as adopted by the GNSO Council, and took onboard the Organizational Effectiveness Committee’s considerations.

Are there fiscal impacts or ramifications on ICANN (strategic plan, operating plan, or budget)?

The work to improve the effectiveness of the GNSO organization – by implementing the recommendations resulting from the Review, may require financial resources. However, no requirement for additional funds are expected to arise from implementation Phase 1. Phases 2 and 3 may require financial resources but those are difficult to gauge for the future. In this context, the Board asks the GNSO Council in its resolution to provide regular updates on the implementation – both on what has been accomplished and what is the plan for the immediate future. These updates shall take place no less often than every six months and shall contain additional budgetary details for those recommendations scheduled for immediate implementation. At that time, the GNSO would be in a better position to flag any significant variations from the original implementation plan in terms of resources and timing.

The GNSO did not foresee any budgetary implications from Phase 1. Although there may be budgetary implications for Phases 2 and 3, depending on the exact details of the implementation, those will be dealt with as part of ICANN’s annual budgetary process.

Are there any security, stability or resiliency issues relating to the DNS?

This action is not expected to have a direct impact on the security, stability or resiliency of the DNS. Still, once the improvements are implemented, future activities of the GNSO, including policy-development will become more transparent and accountable, which in turn might indirectly impact the security, stability or resiliency of the DNS in a positive way.

Is public comment required prior to Board action?

The Draft Report of the independent examiner was posted for [public comment](#). There is no public comment required prior to this Board action. The voice of the GNSO has been reflected throughout the review process – via the GNSO Review Working Party that performed the Feasibility and Prioritization Analysis; the GNSO Review Working Group that developed the implementation plan; and the GNSO Council that adopted the implementation plan.

Signature Block:

Submitted by: Larisa Gurnick

Position: Senior Director, Multistakeholder

Strategy and Strategic Initiatives

Date Noted: January 2017

Email: larsia.gurnick@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1f

**TITLE: Appointment of Board Designees for New Specific Reviews:
Registration Directory Service (RDS) Review Team**

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Board is being asked to appoint a Director or Liaison to serve as a member of the Registration Directory Service (RDS) Review (formerly known as WHOIS). Section 4.6 of the new ICANN [Bylaws](#) specifies that the ICANN Board may appoint a liaison or Director to participate on a review team.

The RDS Specific Review (formerly referred to as the WHOIS Review) is currently undergoing review team formation with a [Call for Volunteers](#) released on 28 October 2016, with an extended deadline of 20 January 2017 to submit an application.

The proposed resolution appoints Chris Disspain to serve as a member of the RDS Review Team and requests that the Review Team provide the Board with its Terms of Reference and Work Plan by a specified date.

Background

ICANN launched the 2nd RDS Review Team with a [Call for Volunteers](#) on 28 October 2016. The Bylaws state that:

The Board shall cause a periodic review to assess the effectiveness of the then current gTLD registry directory service and whether its implementation meets the legitimate needs of law enforcement, promoting consumer trust and safeguarding registrant data.

Recent discussions regarding the 2nd RDS Review among the leadership of the SOs and ACs and the [Board Working Group on Registration Directory Service](#) have highlighted community concerns with the expected workload and bandwidth in light of all the WHOIS related community activities currently underway. To address these concerns,

and to ensure that the 2nd RDS Review is conducted efficiently and effectively, the SO/AC leaders are considering a [proposal to limit the scope](#) of the review. To date, the GAC and the GNSO Council have expressed some concerns regarding the limited scope proposal. Other SO/ACs are still considering the merits of the limited scope proposal, and it is expected that this issue will be resolved in January 2017, with the selection of the Review Team members by the SO/AC Leadership to occur in February 2017.

STAFF RECOMMENDATION:

Staff recommends that the Board designate a Board member or designee to serve as a member of the 2nd RDS Review Team and that the Board request that the Review Team produce its Terms of Reference and Work Plan by 15 May 2017.

PROPOSED RESOLUTION:

Whereas, the ICANN Bylaws specify that the Board shall cause a periodic review to assess the effectiveness of the then current gTLD registry directory service and whether its implementation meets the legitimate needs of law enforcement, promoting consumer trust and safeguarding registrant data.

Whereas, the Registration Directory Service Review (formerly referred to as the WHOIS Review) commenced with a Call for Volunteers, in October 2016.

Whereas, under the Bylaws, the Board may appoint a Director or liaison to serve as a member of the Registration Directory Service Specific Review team.

Resolved (2017.02.03.xx), the Board hereby appoints Chris Disspain to serve as a member of the RDS Review Team and requests that this team develop and deliver to the Board its approved Terms of Reference and Work Plan by the 15th of May, 2017, to ensure that the team's scope and timeline is consistent with the requirements of the ICANN Bylaws.

PROPOSED RATIONALE:

Why is the Board addressing the issue?

On 1 October 2016, new Bylaws became effective following the IANA stewardship transition that introduced new commitments to enhance ICANN's accountability. These Bylaws incorporated the reviews under the Affirmation of Commitments, and specified new selection procedures for convening them, now referred to as "Specific Reviews." This created an opportunity for the Board to designate a representative to participate in Specific Reviews, to ensure that ICANN fulfills its commitment to remaining accountable to the Community, and to making improvements in the areas covered by the Specific Reviews. With the recent launch of the Second Review of Registration Directory Services in October, 2016, the Board needs to appoints a representative for this important review.

In light of the expectation that Specific Reviews should be completed in one year, the Board is requesting the Review Team to produce its work plan and expected milestones in a timely manner, to ensure that there are adequate resources available for the Review Team to complete its review.

Are there fiscal impacts or ramifications on ICANN (strategic plan, operating plan, or budget)?

The expenses associated with conducting the 2nd RDS Review are included in the ICANN Fiscal Year 2017 Budget.

Is public comment required prior to Board action?

No

Signature Block:

Submitted by: Margie Milam

Position: Vice President, Multistakeholder Strategy and Strategic Initiatives

Date Noted: 19 January 2017

Email: margie.milam@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1g

TITLE: Appointment of Board Designees for New Specific Reviews:
Second Security, Stability, and Resiliency of the Domain Name System

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Board is being asked to appoint a Director or Liaison to serve as a member of the Second Review of the Security, Stability, and Resiliency of the Domain Name System (SSR2) Specific Review. Section 4.6 of the new ICANN [Bylaws](#) specifies that the ICANN Board may appoint a liaison or Director to participate on a review team.

The Security, Stability, and Resiliency of the Domain Name System (SSR2) Review Team commenced in June, with a [Call for Volunteers](#) that closed on 15 September 2016 with [63 candidates](#) submitting applications, with the leadership of ICANN's Supporting Organizations and Advisory Committees (SO/AC) reviewing the list of nominated candidates for review team member selection.

The proposed resolution appoints Kaveh Ranjbar to serve as a member of the 2nd SSR Review Team and requests that the Review Team provide the Board with its Terms of Reference and Work Plan by 30 March 2017.

Background

ICANN is in the selection phase of the second Security, Stability, and Resiliency of the DNS Review Team. The SSR-2 [Call for Volunteers](#) announcement was released under the [Affirmation of Commitments](#) (AoC) requirements on 30 June 2016. While the SSR-2 Call for Volunteers was released under the Affirmation of Commitments (AoC), the selection of the Review Team members is taking place under the new [Bylaws](#), with the review to be conducted according to Section 4.6(c), which states:

‘The Board shall cause a periodic review of ICANN’s execution of its commitment to enhance the operational stability, reliability, resiliency, security, and global interoperability of the systems and processes, both internal and

external, that directly affect and/or are affected by the Internet's system of unique identifiers that ICANN coordinates.'

Under the Bylaws Section 4.6, the SO/AC chairs are responsible for selecting up to 21 Review Team members, balanced for diversity and expertise. In addition, the Bylaws specify that the Board may designate one Director or Liaison to serve as a member of the Review Team. The SO/AC leadership is expected to announce the SSR-2 Review Team members by the end of January, 2017.

STAFF RECOMMENDATION:

Staff recommends that the Board designate a Board member or designee to serve as a member of the upcoming SSR2 Review and request that the Review Team produce its Terms of Reference and Work Plan by 30 March 2017.

PROPOSED RESOLUTION:

Whereas, under the Bylaws, the Board is responsible for causing a periodic review of ICANN's execution of its commitment to enhance the operational stability, reliability, resiliency, security, and global interoperability of the systems and processes, both internal and external, that directly affect or are affected by the Internet's system of unique identifiers that ICANN coordinates (SSR Review).

Whereas, the Second SSR Review commenced with a Call for Volunteers, in June 2016.

Whereas, under the Bylaws, the Board may appoint a Director or liaison to serve as a member of the SSR2 Specific Review team.

Resolved (2017.02.03.xx), the Board hereby appoints Kaveh Ranjbar to serve as a member of the Second SSR Review Team, and requests that this team develop and deliver to the Board their approved Terms of Reference and Work Plan by the 30th of March, to ensure that the team's scope and timeline is consistent with the requirements of the ICANN Bylaws.

PROPOSED RATIONALE:

Why is the Board addressing the issue?

On 1 October 2016, new Bylaws became effective following the IANA stewardship transition that introduced new commitments to enhance ICANN’s accountability. These Bylaws incorporated the reviews under the Affirmation of Commitments, and specified new selection procedures for convening them, now referred to as “Specific Reviews.” This created an opportunity for the Board to designate a representative to participate in Specific Reviews, to ensure that ICANN fulfills its commitment to remaining accountable to the Community, and to making improvements in the areas covered by the Specific Reviews. With the recent launch of the Second Review of Security, Stability & Resiliency in June 2016, the Board needs to convene the Review Team and appoint a representative for this important review.

In light of the expectation that Specific Reviews should be completed in one year, the Board is requesting the Review Team to produce its work plan and expected milestones in a timely manner, to ensure that there are adequate resources available for the Review Team to complete its review.

Are there fiscal impacts or ramifications on ICANN (strategic plan, operating plan, or budget)?

The expenses associated with conducting the SSR-2 Review are included in the ICANN Fiscal Year 2017 Budget.

Is public comment required prior to Board action?

No

Signature Block:

Submitted by: Margie Milam

Position: Vice President, Multistakeholder Strategy and Strategic Initiatives

Date Noted: 19 January 2017

Email: margie.milam@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1h

TITLE: **GNSO Council Request: Inter-Registrar Transfer Policy – Part C Implementation (December 2016)**

PROPOSED ACTION: **For Board Consideration and Approval**

EXECUTIVE SUMMARY:

The Board is being asked to address the recommendations in the [letter](#) from the Generic Names Supporting Organization (GNSO) Council delivered to the ICANN Board on 1 December 2016. The letter concerns the implementation of Inter-Registrar Transfer Policy (Transfer Policy) Part C and requests the Board to: (1) instruct ICANN org to work with the Registrar Stakeholder Group and other interested parties to evaluate alternatives for the implementation concerns related to Transfer Policy Part C; and (2) instruct ICANN org to defer any privacy/proxy service compliance enforcement from the Transfer Policy relating to the enabling or disabling of privacy/proxy services pending further consultation and determination of this issue.

The specific implementation concern the GNSO Council references is whether the removal or addition of a privacy/proxy service (because it is a change in the registrant information in Whois) should trigger a 60-day locking of the domain name under the updated Transfer Policy. A registrar places a “lock” on a domain name to prevent transfers of the domain name. The lock is used to “contain” the changes of registrants within a single registrar in order to facilitate recovery of domains that have been hijacked.

The Transfer Policy Part C Working Group’s Final Report of consensus policy recommendations was silent on the issue, so during the implementation phase of the consensus policy, ICANN org consulted with the Implementation Review Team. The Implementation Review Team is a team made up of community members who serve as a resource to ICANN org to assist with ensuring that ICANN org’s implementation of a policy is consistent with the policy recommendations developed by the community. The

Implementation Review Team decided that the current language in the Transfer Policy, wherein the removal or addition of privacy/proxy services are considered a Change of Registrant and may trigger a 60-day lock, reflected the intent of the policy recommendations.

The specific concerns indicated in the GNSO Council's letter were brought to ICANN org approximately one year after the updated Transfer Policy was announced for implementation. Because the policy had already been implemented, it was not seen as an appropriate ICANN org role to make changes to a community-developed policy. Instead, ICANN org advised the Registrar Stakeholder Group to address its concerns with the full GNSO Council. The GNSO Council then detailed its specific concerns with respect to the Transfer Policy in its letter to the Board, which was sent on 1 December 2016, the date the updated Transfer Policy went into effect. The reference materials include additional details on the history and revisions to the Transfer Policy.

STAFF RECOMMENDATION:

ICANN org recommends that the Board pass a resolution, instructing ICANN's President and CEO to defer any privacy/proxy service compliance enforcement from the Transfer Policy relating to the enabling or disabling of privacy/proxy services pending further consultation and determination of this issue.

PROPOSED RESOLUTION:

Whereas, the Generic Names Supporting Organization (GNSO) Council sent a [letter](#) to the ICANN Board on 1 December 2016 ("GNSO Council Letter") regarding implementation concerns with the Inter-Registrar Transfer Policy ("Transfer Policy") – Part C.

Whereas, the GNSO Council Letter requested the Board to instruct ICANN org to defer compliance enforcement on the removal or addition privacy/proxy within the Transfer Policy until implementation issues have been resolved.

Whereas, on 21 December 2016, the ICANN Board provided a [response](#) to the GNSO Council, instructing the ICANN President and CEO to defer compliance enforcement on the removal or addition privacy/proxy within the Transfer Policy until implementation issues have been resolved.

Resolved (2017.02.03.xx), the Board confirms the instruction to the ICANN President and CEO to defer compliance enforcement on the removal or addition privacy/proxy within the Transfer Policy until implementation issues have been resolved.

Resolved (2017.02.03.xx), the Board intends to address at a subsequent meeting the request from the GNSO Council to instruct ICANN org to work with the Registrar Stakeholder Group and other interested parties to evaluate potential alternatives to the implementation concerns related to the Transfer Policy Part C.

PROPOSED RATIONALE:

Why is the Board addressing this issue now?

On 1 December 2016, the Generic Names Supporting Organization (GNSO) Council delivered a [letter](#) to the ICANN Board, in which it raised concerns related to the implementation of Transfer Policy Part C. The Board is addressing the issue now because the updated Transfer Policy has already been implemented, and the policy cannot be modified without explicit direction from the Board.

What is the proposal being considered?

The GNSO Council delivered a [letter](#) to the ICANN Board, in which it is requesting the Board to do the following: (1) instruct ICANN org to work with the Registrar Stakeholder Group and other interested parties to evaluate alternatives for evaluation of the implementation concerns, which could include moving this issue to the Privacy & Proxy Services Accreditation Issues Implementation Review Team, reconstituting the Transfer Policy Part C Implementation Review Team, or employing some other new mechanisms under the Policy & Implementation principles and requirements from the

from the [GNSO Policy & Implementation Working Group Final Recommendations Report](#), adopted by the GNSO Council; and (2) instruct ICANN org to defer any privacy/proxy service compliance enforcement from the Transfer Policy relating to the enabling or disabling of privacy/proxy services pending further consultation and determination of this issue.

Specifically, the concerns relate to whether the addition/removal of a privacy/proxy service potentially triggers the 60-day inter-registrar transfer lock described in the updated Transfer Policy. The policy recommendations were silent with respect to the addition/removal of privacy/proxy services, and at the time the policy was implemented, the current issue and potential harms described by the GNSO Council were not brought to ICANN org's attention.

The requests from the GNSO Council seek to further discuss the addition/removal of privacy/proxy services and the potential harms associated with the 60-day inter-registrar transfer lock in the updated Transfer Policy; while the issue is discussed, in a forum yet to be determined, the GNSO Council requests deferred compliance enforcement with respect to addition/removal of privacy/proxy services within the Transfer Policy. The Board will discuss the forum where the issue should be moved in a subsequent meeting.

What stakeholders or others were consulted?

These updates to the Transfer Policy were discussed with the GNSO Council, Registrar Stakeholder Group, and the ICANN community at multiple public sessions at ICANN meetings.

What significant materials did the Board review?

In adopting its response to the GNSO Council Letter, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- Transfer Policy

<https://www.icann.org/resources/pages/transfer-policy-2016-06-01-en>

- Redline against previous version of the Inter-Registrar Transfer Policy
<https://www.icann.org/en/system/files/files/transfer-policy-redline-25may16-en.pdf>
- Inter-Registrar Transfer Policy Working Group C Final Report (9 October 2012)
<https://gns0.icann.org/en/issues/irtp-c-final-report-09oct12-en.pdf>
- Registrar Stakeholder Group letter to GNSO Council (31 October 2016)
(<https://gns0.icann.org/mailling-lists/archives/council/msg19339.html>)
- GNSO Council Letter (1 December 2016):
<https://gns0.icann.org/en/correspondence/bladel-to-crocker-01dec16-en.pdf>
- Board Response Letter (21 December 2016)
<https://www.icann.org/en/system/files/correspondence/crocker-to-bladel-21dec16-en.pdf>

Are there positive or negative community impacts?

The adoption of the GNSO Council’s request will have a positive impact on the community because it will ensure that the community can further discuss an issue the Working Group failed to address, as well as the potential harms the GNSO Council described regarding the addition/removal of privacy/proxy services within the Transfer Policy.

Are there fiscal impacts or ramifications on ICANN (strategic plan, operating plan, budget); the community; and/or the public?

There is no fiscal impact expected.

Are there any security, stability or resiliency issues relating to the DNS?

Approval of the resolution will not impact security, stability or resiliency issues relating to the DNS. This is an Organizational Administrative function that does not require public comment.

Signature Block:

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement,
Global Domains Division

Date Noted: 20 January 2017

Email: cyrus.namazi@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1i

TITLE: GAC Advice: Hyderabad Communiqué (November 2016)

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Governmental Advisory Committee (GAC) delivered advice to the ICANN Board in its [Hyderabad Communiqué](#) issued 8 November 2016. The advice concerns: (1) policies and procedures for future rounds of the New gTLD Program; (2) mitigating domain name abuse; (3) permitting registry operators to allow registration of two-letter domain names at the second level that correspond to country/territory codes; (4) protection of names and acronyms of Intergovernmental Organizations (IGOs) in gTLDs; (5) protection of identifiers of the Red Cross/Red Crescent/Red Crystal in gTLDs; (6) the GAC's Underserved Regions activities; (7) the guidelines for the Extended Process String Similarity Review Panel for internationalized domain name (IDN) ccTLDs; and (8) enchantments to the mutual cooperation and understanding between the GAC, ICANN Board, and Supporting Organizations.

The Hyderabad Communiqué was the subject of such an exchange between the Board and the GAC on 15 December 2016. The purpose of the exchange was to ensure common understanding of GAC advice provided in the Communiqué. A transcript of the call is available here:

https://gacweb.icann.org/download/attachments/27132037/20161215_GAC_and_ICANN_Board_Conference_Call.pdf?version=1&modificationDate=1482419628000&api=v2.

The Board is being asked to approve an iteration of the GAC-Board Scorecard to address the GAC's advice in the Hyderabad Communiqué. The draft Scorecard is attached to this briefing paper. The Scorecard includes: the text of the GAC advice; the Board's understanding of the GAC advice following the December 2016 dialogue with the GAC; the GNSO Council's review of the advice in the Hyderabad Communiqué as presented in

a 21 December 2016 [letter](#) to the Board; and, the Board’s proposed response to the GAC advice.

STAFF RECOMMENDATION:

Staff recommends that the Board adopt the attached scorecard to address the GAC’s advice in the November 2016 Hyderabad Communiqué.

PROPOSED RESOLUTION:

Whereas, the Governmental Advisory Committee (GAC) met during the ICANN57 meeting in Hyderabad and issued advice to the ICANN Board in a [Communiqué](#) on 8 November 2016 (“Hyderabad Communiqué”).

Whereas, the Hyderabad Communiqué was the subject of an [exchange](#) between the Board and the GAC on 15 December 2016.

Whereas, in a 21 December 2016 [letter](#), the GNSO Council provided feedback to the Board concerning advice in the Hyderabad Communiqué relevant to generic top-level domains to inform the Board and the community of gTLD policy activities that may relate to advice provided by the GAC.

Whereas, the Board developed an iteration of the scorecard to respond to the GAC’s advice in the Hyderabad Communiqué, taking into account the exchange between the Board and the GAC and the information provided by the GNSO Council.

Resolved (2017.02.03.xx), the Board adopts the scorecard titled “GAC Advice – Hyderabad Communiqué: Actions and Updates (3 February 2017)” **[INSERT LINK TO FINAL GAC ADVICE SCORECARD ADOPTED BY BOARD]** in response to items of GAC advice in the Hyderabad Communiqué.

PROPOSED RATIONALE:

Article 12, Section 12.2(a)(ix) of the ICANN Bylaws permits the GAC to “put issues to the Board directly, either by way of comment or prior advice, or by way of specifically

recommending action or new policy development or revision to existing policies.” In its Hyderabad Communiqué (8 November 2016), the GAC issued advice to the Board on various matters including: (1) policies and procedures for future rounds of the New gTLD Program; (2) mitigating domain name abuse; (3) permitting registry operators to allow registration of two-letter domain names at the second level that correspond to country/territory codes; (4) protection of names and acronyms of Intergovernmental Organizations (IGOs) in gTLDs; (5) protection of identifiers of the Red Cross/Red Crescent/Red Crystal in gTLDs; (6) the GAC’s Underserved Regions activities; (7) the guidelines for the Extended Process String Similarity Review Panel for internationalized domain name (IDN) ccTLDs; and (8) enchantments to the mutual cooperation and understanding between the GAC, ICANN Board, and Supporting Organizations. The ICANN Bylaws require the Board to take into account the GAC’s advice on public policy matters in the formulation and adoption of the policies. If the Board decides to take an action that is not consistent with the GAC advice, it must inform the GAC and state the reasons why it decided not to follow the advice. Any GAC advice approved by a full consensus of the GAC (as defined in the Bylaws) may only be rejected by a vote of no less than 60% of the Board, and the GAC and the Board will then try, in good faith and in a timely and efficient manner, to find a mutually acceptable solution.

At this time, the Board is taking action to address the advice from the GAC in the Hyderabad Communiqué. The Board’s actions are described in scorecard dated 03 February 2017 [**INSERT LINK TO FINAL GAC ADVICE SCORECARD ADOPTED BY THE BOARD**].

In adopting its response to the GAC advice in the Hyderabad Communiqué, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- Hyderabad Communiqué (8 November 2016):
<https://www.icann.org/en/system/files/correspondence/gac-to-icann-08nov16-en.pdf>

- The GNSO Council's review of the advice in the Hyderabad Communiqué as presented in a 21 December 2016 letter to the Board (<https://www.icann.org/en/system/files/correspondence/bladel-to-crocker-21dec16-en.pdf>)

The adoption of the GAC advice as provided in the scorecard will have a positive impact on the community because it will assist with resolving the advice from the GAC concerning gTLDs and other matters. There are no foreseen fiscal impacts associated with the adoption of this resolution. Approval of the resolution will not impact security, stability or resiliency issues relating to the DNS. This is an Organizational Administrative function that does not require public comment.

Signature Block:

Submitted by: Christine Willett/ David Olive

Position: Vice President, gTLD Operations

Senior Vice President, Policy Development Support

Date Noted: 20 January 2017

Email: christine.willett@icann.org

david.olive@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1j

TITLE: **Publication of Board Committee Activity Reports**

PROPOSED ACTION: **For Board Consideration and Approval**
[Note: Approved by BGC on 1 Feb 2017]

EXECUTIVE SUMMARY:

On June 26, 2014, the Board approved the ATRT2 recommendations ([2014.06.26.14](#)), which included Recommendations 1, 2 and 3 that directly relate to the Board's performance and improvement efforts. ICANN has been progressing toward implementation of these recommendations since they were approved by the Board. The Board recognized that in order to efficiently measure its performance, it needed to measure as well the performance of its Committees and adopted on 3 February 2016, as part of these three ATRT2 Recommendations, an initial set of key performance indicators (KPIs) to measure those efforts. The percentage of Board Committees that produce a report every six months is an approved KPI and the Board intends, to the extent it is consistent with its activities, that each of its Committees releases an activity report every six months. Additionally, the Board is working towards improving its transparency and accountability and considers that these activity reports should be made available to the Community and consequently published on the Board activity pages on the ICANN website.

BOARD GOVERNANCE COMMITTEE (BGC) RECOMMENDATION

The BGC recommends that the Board adopt the publication of the Board Committees Activity Reports on the Board activity pages of ICANN website

(<https://www.icann.org/resources/pages/documents-2014-03-24-en>)

PROPOSED RESOLUTION:

Whereas, on 26 June 2014, the ICANN Board accepted the recommendations of the Final Report of the Second Accountability and Transparency Review Team (ATRT2) published on December 31, 2013.

Whereas, Recommendation 1 stated “The Board should develop objective measures for determining the quality of ICANN Board members and the success of Board improvement efforts, and analyze those findings over time.”

Whereas, Recommendation 2 stated “The Board should develop metrics to measure the effectiveness of the Board’s functioning and improvement efforts, and publish the materials used for training to gauge levels of improvement.”

Whereas, Recommendation 3 stated “The Board should conduct qualitative/quantitative studies to determine how the qualifications of Board candidate pools change over time and should regularly assess Directors’ compensation levels against prevailing standards”

Whereas, the Board Governance Committee (BGC) considered ATRT2 Recommendations and provided the Board with recommendations on implementation, including among other things the development of Key Performance Indicators to help measure the Board’s function and improvement efforts.

Whereas, the Board recognizes the importance of measuring how well the Board functions, including at Committee level, and of measuring the Board’s improvement efforts.

Whereas, the Key Performance Indicators list approved by the Board on 3 February 2016, includes a KPI on the percentage of Board Committees that produced a report every six months.

Whereas, the Board Committees, to the extent it is consistent with the Board activity, produce an activity report every six month.

Whereas, the Board intends to improve its transparency and accountability and considers that these Committees Activity Reports should be made available to the Community after due revision.

Resolved (2017.02.03.xx) the Board approves the publication of the Board Committees Activity Reports released every six month on the Board Activity pages of the ICANN website: (<https://www.icann.org/resources/pages/documents-2014-03-24-en>)

PROPOSED RATIONALE:

The implementation of recommendations from the Second Accountability and Transparency Review Team (ATRT2) began in June 2014, shortly after the Board accepted the recommendations. The initial Implementation Plan scheduled the completion of Recommendations 1, 2 and 3 in June 2015, which was later revised to February 2016, to allow Board Governance Committee (BGC) to further discuss the overall process, including the development of Key Performance Indicators (KPIs) to help measure the efforts called for in ATRT2 Recommendations 1, 2 and 3.

The BCG is working with the Board to review comprehensively the Board's performance and improvement efforts and to develop relevant and substantive KPIs to measure both.

With respect to ATRT 2 Recommendation 2, which is partly redundant to Recommendation 1, a proposed first list of KPIs measures the Board and the Board's Committees current logistical functioning. Among the approved set of KPIs, the percentage of Board Committees that produced a report every six month follow the best practice in vigor in Global, non for profit organizations.

The Board Committees therefore produce an activity report every six month to the extent it is relevant and consistent with their activity.

Pursuing its effort towards an increased transparency and accountability, the Board considers that the Board Committee Activity Reports constitute a source of relevant information that should be made available to the Community. It therefore considers that these activity reports should be published on the ICANN website, under the Board Activity section, every six months, after due revision of the activity reports.

Publishing the Board Committee Activity Reports will have no direct fiscal impact on ICANN or the community that is not already budgeted, and will not have an impact of the security, stability and resiliency of the domain name system.

This is an Organization Administrative Function that does not require public comment.

Submitted by: Melissa King / Vinciane Koenigsfeld
Position: VP Board Operations / Board Operations Content Manager
Date Noted: 13 January 2017

Email: melissa.king@icann.org; vinciane.koenigsfeld@icann.org

ICANN BOARD PAPER NO. 2017.02.03.1k

TITLE: **Appointment of Independent Auditors**
PROPOSED ACTION: **For Board Consideration and Approval**
[Note: Approved by BAC on 1 Feb 2017]

EXECUTIVE SUMMARY:

Article XVI of the ICANN Bylaws (<http://www.icann.org/general/bylaws.htm>) requires that after the end of the fiscal year, the books of ICANN must be audited by certified public accountants, which shall be appointed by the Board.

As the Audit Committee has recommended that the Board approve BDO LLP and BDO members firms as independent auditors for the fiscal year ended 30 June 2017 for any annual ICANN independent audit requirement, the Board is now being asked to approve the Audit Committee's recommendation.

AUDIT COMMITTEE RECOMMENDATION:

The Audit committee has recommended that the Board authorize the President and CEO, or his designee(s), to take all steps necessary to engage BDO LLP and BDO member firms as ICANN's annual independent auditor for the fiscal year ended 30 June 2017 for any annual independent audit requirements in any jurisdiction.

PROPOSED RESOLUTION:

Whereas, Article XVI of the ICANN Bylaws (<http://www.icann.org/general/bylaws.htm>) requires that after the end of the fiscal year, the books of ICANN must be audited by certified public accountants, which shall be appointed by the Board.

Whereas, the Board Audit Committee has discussed the engagement of the independent auditor for the fiscal year ending 30 June 2017, and has recommended that the Board authorize the President and CEO, or his designee(s), to take all steps necessary to engage BDO LLP and BDO member firms.

Resolved (2017.02.03.xx), the Board authorizes the President and CEO, or his designee(s), to take all steps necessary to engage BDO LLP and BDO member firms as the auditors for the financial statements for the fiscal year ending 30 June 2017.

RATIONALE FOR RESOLUTION:

The audit firm BDO LLP and BDO member firms were engaged for the annual independent audits of the fiscal year end 30 June 2014 through fiscal year end 30 June 2016. Based on the report from staff and the Audit Committee's evaluation of the work performed, the committee has unanimously recommended that the Board authorize the President and CEO, or his designee(s), to take all steps necessary to engage BDO LLP and BDO member firms as ICANN's annual independent auditor for the fiscal year ended 30 June 2017 for any annual independent audit requirements in any jurisdiction.

The engagement of an independent auditor is in fulfilment of ICANN's obligations to undertake an audit of ICANN's financial statements. This furthers ICANN's accountability to its Bylaws and processes, and the results of the independent auditors work will be publicly available. There is a fiscal impact to the engagement that has already been budgeted. There is no impact on the security or the stability of the DNS as a result of this appointment.

This is an Organizational Administrative Function not requiring public comment.

| | |
|---------------|-------------------------|
| Submitted by: | Xavier Calvez |
| Position: | CFO |
| Date Noted: | 01 February 2017 |
| Email: | Xavier.calvez@icann.org |

ICANN BOARD SUBMISSION NO. 2017.02.03.2a

TITLE: Establishment of a Board Accountability Mechanisms Committee

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY

Over the past several years, the Board Governance Committee's (BGC) work relating to Reconsideration Requests have increased significantly, particularly with the New gTLD Program. In addition, Article 4 of the newly amended [Bylaws](#) amended ICANN's accountability mechanisms, which will result in a likely increase in volume and complexity of some of the operations and handling of accountability mechanisms filings.

As part of the annual review of its [Charter](#), the BGC considered whether the Committee's current and potential future workload for Reconsideration Requests limits the Committee's ability to accomplish its other board governance responsibilities. The BGC concluded that in order for the BGC to devote sufficient time to its governance duties, it might be more appropriate if a different Board committee handled the Reconsideration responsibilities while the BGC retains its core governance duties. As redesignating the BGC's Reconsideration responsibilities involves a Fundamental Bylaws change, the BGC recommends that the Board approve a motion to initiate the Fundamental Bylaws process change to segregate the BGC's governance and Reconsideration responsibilities into two separate committees, and that after the proposed Fundamental Bylaws revision is approved by the community, the Board establish the Board Accountability Mechanisms Committee to handle the Reconsideration Request responsibilities as well as oversight of ICANN Accountability Mechanisms as the Board deems appropriate.

BOARD GOVERNANCE COMMITTEE RECOMMENDATION

The BGC recommends that the Board approve the initiation of a Fundamental Bylaws change to segregate the BGC's governance responsibilities from its Reconsideration

Request responsibilities by redesignating the Reconsideration responsibilities to a different Board committee. Upon approval of the Fundamental Bylaws change, the BGC recommends that the Board constitutes the Board Accountability Mechanism Committee (BAMC) to handle the Reconsideration Request responsibilities as well as oversight of ICANN Accountability Mechanisms as the Board deems appropriate.

DISCUSSION

I. Background of The Reconsideration Process

A. The Board Designated the Function of Evaluating Reconsideration Requests to the BGC.

Until 15 December 2002, ICANN's reconsideration policy operated under a [Reconsideration Policy](#) that was adopted by the ICANN Board, after public notice and comment, on 4 March 1999. Under that Reconsideration Policy, the Committee of the Board on Reconsideration handled reconsideration requests. (*See* [https://archive.icann.org/en/committees/reconsideration/.](https://archive.icann.org/en/committees/reconsideration/))

During 2002, ICANN underwent a reform process, resulting in [adoption of New Bylaws on 31 October 2002](#), which incorporated the reconsideration process into Article IV, Section 2 of the Bylaws. On 7 November 2008, the Board dissolved the Reconsideration Committee and moved the responsibilities to the BGC. (<https://www.icann.org/resources/board-material/prelim-report-2009-02-03-en#7>.) After consultation with the community through a public comment period, on 3 February 2009, the Board unanimously voted to approve that “the Bylaws be revised to reflect that the Board Governance Committee is the committee that is now responsible for handling matters previously handled by the Reconsideration Committee and the Conflicts of Interest Committee.” (<https://www.icann.org/resources/board-material/prelim-report-2009-02-03-en#7>) Notably, ICANN received only nine Reconsideration Requests between November 2002 – February 2009.

B. The Volume of Reconsideration Requests Filed Throughout the Years

As noted above, the BGC was delegated with the responsibility of handling Reconsideration Requests after only nine requests were received from November 2002 through February 2009. From 2009 to 2012, there were only six Reconsideration Requests submitted in total. With the introduction of the New gTLD Program, the number of Reconsideration Requests submitted increased exponentially. In 2013, 23 Requests were filed. In 2014, 46 Requests were filed. In 2015, 22 Requests were filed. In 2016, 14 Requests were filed.

(<https://www.icann.org/resources/pages/accountability/reconsideration-en>.) As a result of the increased volume of Reconsideration Requests, the BGC was required to focus more of its time on Reconsideration Requests and less on its other governance duties.

Under the new Bylaws in place on 1 October 2016, the grounds for Reconsideration has expanded as follows:

- Reconsideration can now be brought for actions/inactions that are alleged to contradict ICANN's Mission, Commitments and Core Values. This is *expanded from* the previous grounds that only listed contradiction from established ICANN policy(ies).
- Board or staff action can serve as the grounds for any Reconsideration Request. Previously, only *staff* action could be challenged on the grounds that it contradicted ICANN policy, and only Board action could be challenged on the basis that it was taken without consideration of material information or that it was taken in reliance on false or inaccurate information.

(Bylaws, Art. 4, Section 4.2, <https://www.icann.org/resources/pages/governance/bylaws-en>). Moreover, the Reconsideration procedures has been modified to, among other things, require that the BGC (1) send any request that is not summarily dismissed to the

Ombudsman to perform a “substantive evaluation” of the Request for the BGC; and (2) make a final recommendation to the Board on the Request within 30 days following its receipt of the Ombudsman’s evaluation. (*See id.*)

Given the expanded the scope of the Reconsideration process, as well as ICANN’s other accountability mechanisms that have been enhanced and modified in the new ICANN Bylaws, it is anticipated that the volume and complexity of accountability mechanisms filed, including Reconsideration Requests, will likely increase. Thus, while the number of Reconsideration Requests relating to the New gTLD Program has decreased, the BGC’s workload on Reconsideration Requests will not likely lessen.

II. Basis for BGC Recommendation

The BGC is responsible for assisting the Board to enhance its performance. (BGC Charter, I.A, at <https://www.icann.org/resources/pages/charter-06-2012-02-25-en>). The BGC is also tasked with “periodically review[ing] the charters of the Board Committees, including its own charter and work with the members of the Board Committees to develop recommendations to the Board for any charter adjustments deemed advisable.” (*Id.*) In this role, the BGC has identified that its attention to the other core governance activities set out in its Charter would be enhanced through the eventual reassignment of its Reconsideration Request responsibilities to a separate committee of the Board. In addition, the BGC has identified that in response to the new ICANN Bylaws, the Board’s performance may be enhanced through the development of a Board committee responsible for oversight of ICANN’s participation in and adherence to its accountability mechanisms. Ultimately, the BGC envisions that this broader accountability mechanism oversight role can be performed by the same committee that would take on the BGC’s Reconsideration Request obligations if approved by the ICANN Community.

III. Pathway and Timeline

A. Redesignating the BGC's Reconsideration Responsibilities

As redesignating the BGC's Reconsideration responsibilities involves a Fundamental Bylaws change, the following sets forth the pathway and timeline for the proposed actions:

1. The Board approves a motion to initiate the process to segregate the BGC's governance and Reconsideration responsibilities into two separate committees by redesignating the Reconsideration responsibilities to the BAMC.
2. Draft Bylaws modifications to place Reconsideration responsibility in the BAMC.
3. Board approves posting of proposed Bylaws revisions for public comment.
4. Proposed Bylaws revisions posted for public comment for 40 days.
5. Analyze comments and prepare for Board consideration (approximately 1-2 weeks).
6. Board action (approximately 1 week after delivery of comment summary/papers).
7. Notice to Empowered Community (EC) to initiate Fundamental Bylaws approval process within 7 days.
8. Community Forum (must occur within 30 days after the action, unless community requests it to happen at next ICANN Public Meeting. If that were case, then community forum would have to conclude by end of meeting).
9. 21 days for EC to act after close of Community Forum.
10. Upon approval of Bylaws, the process is complete.

B. Establishment of the Board Accountability Mechanisms Committee

1. Upon completion of the Fundamental Bylaws change, the Board constitutes the BAMC.
2. The BGC to develop a draft Charter for the BAMC for Board consideration.
3. The BGC also to revise the BGC Charter to remove the Reconsideration duties from its scope of responsibilities.
4. The Board to approve the revised BGC Charter and the BAMC Charter, and comprise the BAMC, taking into account slating advice from the BGC.

Privileged and Confidential

Privileged and Confidential

PROPOSED RESOLUTION

Whereas, the Board Governance Committee (BGC) was established by the ICANN Board at its 12 March 2003 meeting.

Whereas, the BGC's [Charter](#) defines the BGC's Purpose and Scope of Responsibilities.

Whereas, in 2008, the Board delegated to the BGC the responsibility for considering Reconsideration Requests, a responsibility that was previously delegated to a stand-alone committee of the Board.

Whereas, the volume of Reconsideration Requests has increased exponentially in recent years with the introduction of the New gTLD Program in 2012.

Whereas, as a result of the increased volume of Reconsideration Requests, the BGC has focused more of its time on its Reconsideration duties and less on its other governance duties.

Whereas, the new Bylaws in effect on 1 October 2016 expanded the scope of the Reconsideration process, as well as ICANN's other accountability mechanisms and therefore, it is anticipated that the volume and complexity of accountability mechanisms filed, including Reconsideration Requests, will likely increase.

Whereas, ICANN is committed to meeting the community's call for enhanced accountability, and to supporting the enhanced accountability mechanisms put in place in the new Bylaws.

Whereas, the BGC recommends that the Board's performance would be enhanced through the development of a Board committee specifically charged with oversight of ICANN Accountability Mechanisms, as the Board deems appropriate.

Whereas, the BGC also recommends that to enhance its own performance and focus on core governance activities, that a new committee dedicated to oversight of ICANN's accountability mechanisms might be better suited to take on the BGC's Reconsideration responsibilities, while keeping other governance responsibilities with the BGC.

Whereas, the redesignation of the BGC's Reconsideration responsibilities set forth under Article 4, Section 4.2(e) requires an amendment to the Fundamental Bylaws in accordance with Article 25, Section 25.2 of the ICANN Bylaws.

Whereas, after consideration, the Board agrees with the BGC's recommendations.

Resolved (2017.02.03.xx), the Board hereby approves the initiation of the process to the Fundamental Bylaws to redesignate the Reconsideration responsibilities vested in the Board Governance Committee (BCG) under Article 4, Section 4.2(e) of the ICANN Bylaws to another Board committee.

Resolved (2017.02.03.xx), the Board directs the President and CEO, or his designee(s), to take all steps necessary in accordance with Bylaws Article 25.2 to amend Bylaws Article 4, Section 4.2 to redesignate the Reconsideration responsibilities vested in the BGC under Article 4, Section 4.2(e) to another Board committee.

Resolved (2017.02.03.xx), if the proposed amendment to the Fundamental Bylaws is approved in accordance with Article 25.2 of the Bylaws, the Board will constitute the Board Accountability Mechanisms Committee (BAMC).

PROPOSED RATIONALE:

The Board Governance Committee (BGC) is responsible for assisting the Board to enhance its performance. (Charter, I.A, at <https://www.icann.org/resources/pages/charter-06-2012-02-25-en>). In 2008, the Board designated the to the BGC the responsibility for considering Reconsideration Requests, a responsibility that was previously designated to a stand-alone committee of the Board. Over the past several years, the BGC’s work relating to Reconsideration Requests have increased exponentially, particularly with the New gTLD Program. As a result of the increased volume of Reconsideration Requests, the BGC was required to focus more of its time on Reconsideration Requests and less on its other governance duties. Given that the new Bylaws in effect on 1 October 2016 expanded the scope of the Reconsideration process, as well as ICANN’s other accountability mechanisms and therefore, it is anticipated that the volume and complexity of accountability mechanisms filed, including Reconsideration Requests, will likely increase. Thus, the BGC’s workload on Reconsideration Requests will not likely lessen.

As part of its responsibilities, the BGC is tasked with “periodically review[ing] the charters of the Board Committees, including its own charter and work with the members of the Board Committees to develop recommendations to the Board for any charter adjustments deemed advisable.” (BGC Charter, I.A, at <https://www.icann.org/resources/pages/charter-06-2012-02-25-en>) In this role, the BGC has identified that Board’s performance would be enhanced through the development of a Board committee specifically charged with oversight of ICANN Accountability Mechanisms, as the Board deems appropriate. The BGC also recommends that to enhance its own performance and focus on core governance activities, that a new committee dedicated to oversight of ICANN’s accountability mechanisms might be better suited to take on the BGC’s Reconsideration responsibilities, while keeping other governance responsibilities with the BGC.

This action will have no financial impact on the organization and no direct impact on the security, stability or resiliency of the domain name system.

This is an Organizational Administrative Action not requiring public comment.

Submitted By: John O. Jeffrey
Date: 27 January 2017
Email: john.jeffrey@icann.org

Directors and Liaisons,

Attached below please find Notice of date and time for a Regular Meeting of the ICANN Board.

3 February 2017 – Regular Meeting of the ICANN Board of Directors - at 16:45 UTC (8:45am in Los Angeles). This Board meeting is estimated to last approximately 60 minutes.

<https://www.timeanddate.com/worldclock/fixtime.html?msg=ICANN+Board+Meeting&iso=20170203T0845&p1=137&ah=1>

REGULAR MEETING OF THE ICANN BOARD

Consent Agenda

- Approval of Board Meeting Minutes from 13 December 2016
- Delegation of the پاکستان. Internationalized Domain Name ccTLD representing Pakistan in Arabic script
- Security and Stability Advisory Committee Appointment
- Amendment to .XXX Registry Agreement
- Independent Review of the Generic Names Supporting Organization (GNSO) Plan of Recommendations
- Appointment of Board Designees for New Specific Reviews: Registration Directory Service (RDS) Review Team
- Appointment of Board Designees for New Specific Reviews: Second Security, Stability, and Resiliency of the Domain Name System
- GNSO Council Request: Compliance with Inter-Registrar Transfer Policy Part C (IRTP-C)
- GAC Advice: Hyderabad Communiqué (November 2016)

Main Agenda

- Consideration of Board Governance Committee's Advice to form a Board Accountability Mechanisms Committee
- AOB

MATERIALS – You can access the Board Meeting materials in Google Drive

here:

Contact Information Redacted

If you have trouble with access, please let us know and we will work with you to assure that you get access to the documents.

If call information is required, it will be distributed separately.

If you have any questions, or we can be of assistance to you, please let us know.

John Jeffrey

General Counsel & Secretary, ICANN

John.Jeffrey@icann.org <John.Jeffrey@icann.org>

<<mailto:John.Jeffrey@icann.org> <<mailto:John.Jeffrey@icann.org>> >

Contact Information Redacted