

ICANN BOARD PAPER NO. 2020.07.09.C1a

TITLE: **President and CEO Goals for FY21**

PROPOSED ACTION: **For Board Approval**

Confidential Employment Matter

PROPOSED RESOLUTION:

Whereas, the Compensation Committee has worked with the President and CEO to develop a set of performance goals for FY21.

Resolved (2020.07.09.Cxx), the Board hereby approves performance goals for the President and CEO for FY21.

PROPOSED RATIONALE:

When the President and CEO was hired, he was offered a base salary, plus an at-risk component of his compensation package. This same structure exists today. Consistent with all personnel with the ICANN organization, the President and CEO is to be evaluated against specific performance goals, which the President and CEO sets in coordination with the Compensation Committee and the Board.

The Compensation Committee discussed a set of performance goals for the President and CEO for FY21, some of which were proposed by the President and CEO and some were proposed by the Compensation Committee. The Board has evaluated these goals and agrees that they are appropriate and consistent with ICANN's Strategic and Operating plans.

Taking this decision is in furtherance of ICANN's Mission and is in the public interest in that the President and CEO's performance goals are fully consistent with ICANN's Strategic and Operating plans.

The decision to adopt FY21 performance goals for the President and CEO will not have a direct fiscal impact on ICANN until it is determined to pay him his at-risk payment after the first half of FY21, and any such impact is contemplated in the FY21 budget. This decision will not have an impact on the security, stability or resiliency of the domain name system.

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

Submitted By: Amy A. Stathos, Deputy General Counsel
Date Noted: 1 July 2020
Email: amy.stathos@icann.org

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