

ICANN Dakar Meeting
ICANN board/ GNSO discussion - TRANSCRIPTION
Sunday 23rd October 2011 at 14:00 local

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Coordinator: Today's conference is being recorded, if you have any objections you may disconnect at this time.

Stephane van Gelder: Thank you, Operator. Welcome everyone. I'd like to welcome the Board members to the session with the GNSO Council. Welcome to Steve and Rod sitting next to me here on my right. We have a set of topics that we would like to discuss with the Board. And obviously if there are any topics that the Board would like to discuss with us on top of the list that we have and that's up on the screen now do not hesitate to do so.

The first topic of the day is listed on the screen. I'll just read it out for convenience. What qualities do you think we ought to be seeking in the new CEO? What are your criteria for openness, transparency in the hiring process bearing in mind considerations of responsibility to

candidates and communities (unintelligible) privacy, board confidence, etcetera?

And to lead us into the topic we've asked Jonathan Robinson to make a few opening remarks. Jonathan.

Man: Yes, yes, yes, yes.

Jonathan Robinson: Sounded like somebody being strangled online. Afternoon everyone. My name is Jonathan Robinson, the registries' representative or councilor on the GNSO. And I've been given the opportunity by the Council to talk to you in response to this question from the Board, really, this was one that was posed by you so thank you very much for putting this on the table.

I think there's really - it breaks down - your question seems to break down into two key components. So perhaps what we should do is work with those two components and talk over the first one. I'll make the remarks, see if there's any supplementary remarks from councilors themselves and perhaps get your thoughts and input on that.

In terms of the qualities contribution we would - we sought to make on the qualities in a CEO I think we framed our thinking really in ICANN clearly as a private sector, multi stakeholder organization running the public interest. And thinking very much around the current ICANN context, if you like, which is, you know, the background of the affirmation of commitments, the emergence, if you like, of the GAC as a stronger presence or a more obvious presence, economic context and in particular the new TLD program.

We also try to reflect a little on past incumbents and their characteristics and how those might have been applicable at one stage but may or may not be applicable going forward. So the thinking was very much looking ahead.

And so the kind of priorities we felt that should be put in place was a recognition of high level private sector experience with international leadership and operational management but - together with an experience of international affairs, government relations and multi stakeholder processes.

These were really - these sort of characteristics were properly prioritized over a marketing-led or brand building or perhaps what you might call a charismatic or a visionary leadership style and much more in the recognition that this is the - the organization is an implementation phase and a delicate phase in many ways of its evolution.

So I think the other point - the final remark on this really is that we recognize that it's a challenge to weave all of those into one candidate and that there may be a requirement to recognize that operational management and execution while that's critical for the next phase that may need - the incoming CEO may need that bolstered by the appointment of an effective COO.

And also that any appointment of a CEO needs to be in conjunction with a recognition of the Chair's role and the Board's view of the Chair's role in relation to the CEO. And these, you know, the CEO doesn't simply stand alone, the CEO is part of the core leadership team.

So that's - I'll stop at that point - that's really your Point 1 in terms of the qualities in a new CEO - and pass it back to the Chair for perhaps any other comments from councilors and/or your responses and thoughts on those and how they tie in with your own thinking.

Stephane van Gelder: Thanks Jonathan for introducing that. I'll take a queue if there are comments from any of the Board or GNSO Council members; please make yourselves known.

Jonathan Robinson: (Unintelligible) I can ask does that, I mean, the question came - the question was introduced by the Board to the Council so it would be very - I guess at least helpful to have the feedback to know whether that - the response sort of answered that question satisfactorily whether it's useful or adds or complements your thinking in any way that would be helpful to know.

Steve Crocker: Let me take that on. First of all the answer to your last question is a very strong yes. That's a thoughtful set of characteristics that seem to me that if I was hearing correctly, covered all that. We will want to look carefully at the transcript here to make sure that we've got those words.

You know, my only thought was as I listened to all that is and you're going to send us a set of candidates that meet all of those conditions, too, right? I'm Chairman of the Board. We have a committee within the Board. Let me introduce George Sadowsky. Many of you know him; he's been in the community forever.

George is chairing a - we have a formal name for this but I'll just call it the CEO Search Oversight Committee. It is creating and overseeing the process and the process has a number of different parts to it including development of criteria, including outreach to all segments of the community of which this is a piece of that - there will be more public session tomorrow and so forth - and working through the answers to some of the questions that I know people have about these things.

One thing that I do want to say that relates a little bit to your second question but in particular with regard to the search is one of the very first thing we did is make it very clear that if you're going to be part of the search process you could not under any circumstances wind up being considered as a candidate.

Every single Board member on the current Board and on the incoming - we've got some changes coming - voluntarily chose to put themselves on the will not serve under any circumstances short of Sherman-esque kind of criteria.

And then we complemented that with a formal Board resolution saying and even if you change your mind or whatever we still will not do that so that's on the record. And so we have an absolutely clean bright line there.

George, I don't know how many of the committee is here in the room. Is it worth - so if I recall we wound up with eight so you've got - I see three, six, seven and - I don't know who's missing. Anyway you've got, you know, virtually the entire search committee - search oversight committee sitting here.

Let me turn things over to George for the rest of this.

George Sadowsky: Oh thank you. Had all the mics on and now we have none of them.
Thanks Steve.

We will be having a session tomorrow afternoon - I'm not sure exactly the time since the schedule is being revised. And what we want to do is present to you the Board's first cut at the overarching principals that we think that the CEO has to have.

We want the community to be a part of the process of defining those characteristics. So the input that you've provided is useful, helpful. We'll take input in a variety of ways and any way you really want to give it to us on the back of napkins or whatever.

But we want the requirements for the person to reflect the needs and the wishes of the community so we're going to make this a relatively open process in terms of collecting those needs and verifying that they really represent what you want.

I don't want to say more about this because we'll be going through all of these things tomorrow afternoon. I hope you'll all come. Thanks.

Steve Crocker: Thank you. Let me - there was one other element of which you covered that I wanted to (unintelligible). You raised the question of the role of the CEO and the Chair of the Board.

ICANN is a funny organization in terms of structure. And it's a slightly nonstandard model. The basic structure though is that the CEO is a full

time position, paid, supported by an enormous staff or a large staff and is the person who runs the organization and speaks for it.

The Chairman of the Board is the Chairman of the Board and elected annually by the Board out of the Board so that's a relatively small pool as opposed to the search for a CEO.

My view in fulfilling the job of Board Chair is to be of service to the Board as opposed to trying to be over embracing. That's the basic story. In there of course because the - one of the peculiarities about ICANN is that in addition to the employees who report up in a standard structure to a Board that has a fiduciary responsibility and all we have the supporting organizations and the advisory committees.

And what's very clear in the bylaws is that they report up to the Board; they are not subordinate to or reporting into the employees. So that's different, say, from the Red Cross or other kinds of organizations that make use of a lot of volunteers.

Here the volunteers are strongly empowered to create policy and engage people and are an absolutely vital part of things. And that reporting structure up to the Board puts the Board and via the Board the Board Chair in a somewhat different position with respect to speaking for the entire organization in that respect so there's a balancing act.

I can tell you I don't have the bandwidth, I don't have the energy to keep up with Rod. And, you know, as I say that's the primary position. So we will be hiring a CEO to run the organization and the job of the Chair, whether it's me or anybody else, is to be supportive and handle

the inside job of managing the Board and the oversight and, you know, helping establish the processes that lead to policies within the Board and across the organization but otherwise there isn't really any confusion.

Stephane van Gelder: Thanks Steve. Any further comments on this item?

Jonathan Robinson: And there's a second to the points within this item...

Steve Crocker: Please.

Jonathan Robinson: Thanks Steve. I think that's very helpful insight and particular into - because in setting the qualities in a CEO understanding the way in which the CEO's role interacts both with the organization as a whole and indeed the Board is - and as we all know those models are different in different international contexts. And so that's a very helpful little bit of additional insight in response.

The second area you asked for, as a Board, was our criteria for openness and transparency. The response is slightly less detailed than the previous one. But certainly the first point was sort of communicating key criteria and perhaps the evaluation matrix which I believe George really begun to answer and that sounds like that is (unintelligible) so that's very good to hear that they'll be - at the outset they'll be - that they'll be some openness there.

I think anything - I think money always seems to be an issue that creates some concern, potentially an issue, so any communication you can provide on remuneration and/or provisions for remuneration on

termination - I realize these always tread a very fine line between the sensitivities of what can and can't be communicated might be helpful.

One of the suggestions we had was that the names of the candidates on the short list be made public. Now I realize - I'd imagine that's not in your plans at the moment but certainly it's worth reflecting that that was something that was suggested and that kind of response was that nobody got hurt by running for president. So that's certainly something - that was certainly a point.

Another was whether there was any receptiveness which goes to your point, Steve, on the - whether any candidates exist with the sort of qualities we defined on the previous slide. So what receptiveness is there to community-introduced candidates?

And the others - perhaps the final point here is perhaps another one that may be difficult to answer but whether or not US candidates were being either officially or unofficially ruled out? So those are some - those are some points...

((Crosstalk))

Steve Crocker: I think this is time for George to earn his stripes here. It's yours.

George Sadowsky: All right, thanks Jonathan. First I'd like to say that this committee is 10 days old and we have not gone into the details of much of what you've talked about simply because we haven't had the opportunity to talk it through.

I would like to respond to the last point however and that is that ICANN, by virtue of being an American corporation, is an equal opportunity employer. We will look for the best people we can find. And the short list will surely be composed of people who have been chosen regardless of nationality or any other kind of distinction of that type.

Bruce Tonkin: Let me just respond on the compensation question as, I guess the current and Chair and member of the Compensation Committee. Firstly the compensation of the senior officers of ICANN are made public. In any case in our US reporting obligations we actually report the spend on the CEO, the chief operating officer, general counsel, etcetera, so those numbers are there.

The other thing we will be looking at though is benchmarking the salary level that would be offered to the CEO. There's not an equivalent organization so we do that regularly.

And one of our legal requirements is that the salary that we - we have a fiduciary obligation to ensure that on the upper side we don't offer more than is, you know, reasonable having done that benchmarking and then on the lower side obviously we want to make sure we attract the best candidate.

So I think what you would expect is that you're not going to see anything dramatically change on the upper range; it's not going to double or triple or something.

On the lower range you would expect that the CEO is probably going to be paid equivalent or slightly more than the senior officers. He's not going to get paid less than all the senior officers would be my guess.

So, you know, that will give you a bit of information. But the actual decision around the salary range will be made after we've done the benchmarking exercise.

Steve Crocker: Thanks. I have Jeff, Mike, Bertrand and John Berard remotely.

Jeff Neuman: Thanks. This is Jeff Neuman. I want to congratulate George, first, on giving - as someone who's formerly practiced law in - or employment law in the US you gave the absolute right answer to that question.

The other point is - and I'm in the minority in this case - I actually do not think the list of candidates - the short list - should be made public. I think you might want or you probably are looking for someone who currently holds a job. And to make that list public is certainly not going to have a positive effect on their current job especially if they don't get it.

So I think those kind of considerations - as nice as it would be to know the candidates and the openness and transparency I think practicalities and being pragmatic has to be considered. Maybe it's something - no even after the fact - I was kind of just brainstorming - but even after the fact it's not a good idea.

You know, at some point we have to trust you guys to make the decision or the firm that you've hired to recommend the right candidates for you all to make the decision. As long as you're using the criteria that the community has come up with I think we have to - this is a decision that we have to trust you on.

Stephane van Gelder: Thank you, Jeff. I have Mike.

Mike Silber: Thank you. Let me just add a slight correction to various of my colleagues who have been talking. I think they are obviously forgetting their gender pronouns. Obviously what Bruce and George both meant was he or she would be paid more than senior officers and would enjoy those relevant qualities.

We're likewise not disqualifying any candidates on the basis of gender, sexual orientation, nationality; it's competence that's the key for us.

George Sadowsky: May I add something while I have the microphone? Jeff, you said that the - you implied that this decision might be made by the search foreman and it might be made by the committee. It is clear that we will need search excellence to help us get candidates who we think are of the right caliber.

It is also clear that the search firm is there to help the committee. The committee will make the decision. I'm sorry, the Board will make - the committee will recommend to the Board to make the decision, sorry.

((Crosstalk))

George Sadowsky: My apologies to the Board.

Stephane van Gelder: Okay Bertrand. You have to use the microphone that's...

Bertrand de la Chappelle: Yes, just a very quick complement to what Jonathan was asking regarding candidates that would be suggested or recommended by the community; two points.

The first thing is that in the session that will take place on Monday we will ask for contributions on criteria in addition to what we're discussing here. But the second thing that the community can and should do is to think individually and collectively about people you think are potentially interesting candidates, outreach to them, encourage them to apply.

It's a way to expand the pool beyond just the community to people who may not be working in this community but that you know, trust and believe embody the values of this organization.

However, one (precision) is that even if these people have connections through the community in one way or the other they will go through the same process as everybody else so that there's an absolutely equal treatment and fair footing.

Stephane van Gelder: Thank you. I have John Berard who's GNSO councilor participating remotely. John, can you hear me?

John Berard: I can hear you, Stephane, am I coming through?

Stephane van Gelder: Yes, please ask your question.

John Berard: I just wanted to follow up on something that Bruce said about looking at comparable organizations. Bruce, do you have any sense of a comparable organization or a type that you'll look at?

Bruce Tonkin: Yes, it's a (unintelligible) question. One of the things we're doing in the Compensation Committee generally is looking at, you know, regularly we just sort of review our overall benchmarks to the ICANN staff and what we benchmark against.

Certainly at the moment we're using a combination so we look at nonprofit organizations of similar size as well as for profit organizations of similar size and so we look at that data collectively. And we get that work done by an external, you know, compensation advisory company.

In terms of some of the things we're considering looking at is can we look at some more defined sets, for example, nonprofit organizations in the IT sector so it's a little bit more specific than nonprofit generally.

And the other side of it is looking at doing some benchmarking where the data is public of other organizations that are active in this community so that would include, you know, salaries of senior executives at country code operators, at regional Internet registries, at, you know, domain name registries, domain name registrars, you know, and other membership organizations like the Internet Society and other groups.

So we're sort of looking at what are some of the different benchmarks we can use and it very much depends on how public the data is from these organizations as well as defining subsections of the nonprofit community because IT sector will generally - salaries might be higher than, you know, maybe other forms of nonprofit.

Stephane van Gelder: Thank you. I have Tim, also, Tim Ruiz, also a GNSO councilor participating remotely. I have (Shareen) after that then I'd like to move onto the next topic because we do have a lot of topics and not much time. Tim, can you hear me?

Tim Ruiz: Yes I can hear you and Bruce answered my question as well so I'm good.

Stephane van Gelder: Okay great. So (Shareen), the last word on this perhaps?

(Shareen): Is it working? Yes. Just want to confirm and follow on Bertrand's point that all candidates, whether internal from the community or external, would have to go through the same rigorous process. That's a very important point.

The other point I wanted to follow up on though is the relationship between the chair and the CEO which you mentioned earlier. I think we are talking a lot about that we expect from a candidate but we also have to manage the candidate's expectation. He or she has to know whether they are - who they are reporting to.

And I think in the process been some confusion does the CEO report to the chair or does he actually - he or she reports to the Board. Right? That is something we have to clarify (unintelligible).

Another interesting point, and I don't think we've tackled it yet, and I think we need to look at the bylaws is should the CEO have a voting voice on the Board or not? So that's another interesting point. But we need to clarify those and actually manage the expectation of the candidate so they know exactly when they're coming in what to expect.

Stephane van Gelder: Thank you very much. So we'll leave that topic and move onto Topic Number 2 which reads as follows: As we work to develop ethics guidelines what are your top three concerns and proposals to

address them within the confines of the multi stakeholder voluntary participation model?

And to lead us into this topic we have Kristina Rosette who will say a few words if she can get a microphone. Kristina.

Kristina Rosette: Thank you very much. We appreciate the opportunity to talk with you on this topic. And I think one of the concerns that we had coming out of a similar discussion on this topic in Singapore is that perhaps we had not been as clear and direct as we should have been.

So I think having this very specific question to respond to hopefully will allow us to remedy that deficiency in a way that's useful to you.

You know, when we talked about that there are really two threshold points that we wanted to make. And the first is that an initial matter, it's really not clear to us what the relevance of within the confines of the multi stakeholder voluntary participation model is on this topic.

And I think once we run through the three concerns in our proposals it would be particularly helpful to hear from you as to how you see that playing into this particular topic.

The second is that ICANN really has an opportunity here. There's an opportunity to adopt kind of the gold standard of ethics policies. And whether we like it or not the fact of the matter is is that the absence of one - and the current one is generally perceived to not be one - provides the basis for challenging decisions by the Board of Directors, the multi stakeholder model and/or ICANN's liability for those who are looking for a basis to do so.

Second the general view among GNSO councilors is that the need for a strong conflict of interest policy and an anti-revolving door policy is far, far greater at the level of the ICANN officers and directors than it is at the GNSO volunteer participation level.

Turning to the concerns that we have - and I think these are generally ranked in order. The first is that the current conflict of interest policy is simply too narrow.

If you look at the bylaws and then look at the language of the California codes that are cited therein there really is a lot that's excluded. And obviously this is not kind of a definitive list but some of the things that we pointed out are things such as, you know, the current conflicts of interest policy doesn't impose an obligation on a director to avoid a conflict of interest that may not fit within that very narrow statutory scope but as a practical matter creates an appearance of impropriety.

And I think that there is a really strong concern at least among the business community that the appearance of impropriety needs to really be incorporated very strongly - avoiding one rather - needs to be incorporated strongly into a new ethics policy.

For example in addition that the current conflicts of interest policy wouldn't necessary be triggered by a close personal relationship that doesn't meet the statutory definition of relationships that are covered.

And then finally, as written, it allows the director to fully participate in discussions of votes on topics on which she or he would otherwise be

excluded from participating in. And at a minimum a revised conflicts of interest policy should specifically address these deficiencies.

The second concern is that there is no anti revolving door policy. The absence of one can and in my experience does cast doubt on the integrity of decisions by the Board of Directors and the resulting policy and implementation decisions.

Similarly the absence of an anti revolving door policy allows a former officer or director to be perceived as cashing in on their experiences as an officer or a director in a way that can create an appearance of impropriety.

And similarly a new anti revolving door policy should specifically address these types of deficiencies as well as others that might be identified by the community.

And finally Concern Number 3 is that there is a broader interest in considering possibly more robust ethics policies across the board. For example whether it would be appropriate to include a more meaningful conflict of interest policy for employees, whether there should be some kind of penalty - and that's really not the best word - but that there should be some kind of mechanism for addressing a GNSO volunteer's failure to disclose a material interest in their statement of interest.

And finally whether or not there should be a GNSO equivalent of Article 6 Section 4 of the ICANN bylaws which it specifically identified categories of persons who cannot be participants on the Board if they are - have other roles within the community.

And we would certainly welcome your feedback as to those ideas and any others, frankly, that you think we should be considering.

Stephane van Gelder: Thanks, Kristina. There's a lot there. Bruce and Mike. Bruce.

Bruce Tonkin: Thanks, Kristina. I think those are all constructive suggestions. From a process point of view the Board is actually seeking external advice on, you know, both a review of its conflicts policy and also a review of other ethics policies towards creating one of our own. So, you know, all this input would fade into that environment.

To some degree, you know, the Board itself isn't going to just make its own decisions here; we actually are going to get professional advice which will be public on this topic.

To address your first question, to clarify your concern that, you know, what's different between multi stakeholder and any other body with respect to conflicts.

I think what was meant there was that with respect to a decision that a current board member makes they're obviously bound by the conflicts policy that ICANN has as well as fiduciary obligations under law. That's really irrelevant as whether we're a multi stakeholder body or not.

I think where that terminology came that you're referring to is the fact that a board that has 16 voting members, five liaisons on any given topic it is possible that one or more of those board members may be conflicted on that individual topic. And obviously they would declare their conflicts and not vote on that issue.

That's distinct from saying that somehow we're going to construct a board that will never have a conflict so that was the difference. Sorry, construct a board where board members would never have a conflict.

I think the difference is saying that from our perspective the Board has a diversity of members, it's multi stakeholder and on a particular topic could even just be as simple as saying, you know, where we're going to sign an office lease for a building. You know, a board member may have an investment in an office and they would clearly not vote on that decision. So that's I think the distinction there on that specific point.

Stephane van Gelder: Thanks Bruce. I have Mike.

Mike Silber: I think Bruce has covered most of what I was going to say. But I think it's relevant given that the GNSO Council appoints all the GNSO generally, appoints two members to this Board that you think very carefully as to who you're appointing because one of the strengths of the multi stakeholder model is that we have participants in the process rather than people who are outside of the process actually involved within these structures.

It creates additional complexity. Bruce has indicated he has (unintelligible) to the opportunity for direct conflict where a director may choose to declare and not vote on a specific topic. But it also creates a situation where some directors may be direct or indirect participants in the domain market while others are not.

And I think this is where we need some guidance from you because everybody around this room is directly or indirectly a participant in the

domain market. And some of you at some future stage may become candidates for the Board.

How do we deal with that situation? Do we then simply say well GNSO give us candidates who have no interest in the domain market whatsoever; go and choose somebody from outside the organization rather than the people that you know and trust.

Stephane van Gelder: Thanks Mike. Interesting question especially as the GNSO candidates from each house so they naturally have a different kind of background anyway so it's something we have to think about. (Shareen). Oh sorry, Ray.

Ray Plzak: Ah, this works over here. A couple things; first of all the idea of having a non conflicted Board per se it goes counter to the fact that you want Board members that have - bring in a broad breadth of experience. You want people to have a knowledge of what the industry does, what the community does and so forth.

And by virtue of gaining that knowledge and experience they are going to be persons who have either worked in some capacity or are currently working in some capacity. And so as Bruce points out, you know, they can very easily be conflicted on specific issues.

I will also note here that it is routine in a Board meeting that when we get ready to discuss an issue we go around the room and we disclose - Board members are asked - individually state whether or not that they are conflicted on this particular issue. So that's a routine matter of business for the Board right now today. So it's also an example of how serious we take this issue.

On your third point it wasn't clear to me whether you were talking about having a conflict of interest statement or policy for the GNSO Council; was that what you were saying?

Kristina Rosette: Currently there is a requirement that all councilors and frankly all participants in working groups submit a standardized...

Ray Plzak: Right.

Kristina Rosette: ...complete a standardized statement of interest form. So one of the things that we are - we haven't obviously discussed it in any detail but is it something that we should think about? Are there mechanisms that we should consider where a volunteer participant fails to make a full disclosure and a statement of interest?

And what, given that it is volunteer participation, what are in fact the available courses of action that can be taken?

Ray Plzak: Right. Well a couple things. One is obviously identifying a list of similar type organizations which would be conflicting would be one way to go so that if the person is a member of such and such an organization they couldn't be a member of that organization is a clear way of doing some of that work to begin with.

So (unintelligible) person you could basically ask the person are you a member of XYZ? And if they are a member of XYZ they automatically would be out of consideration.

I can speak as my experience as the CEO of ARIN that people were explicitly excluded from being candidates for the Board of Directors or from being members of the advisory council if they were staff of another regional registry for example or staff of ICANN or a member of a Board of another regional registry. You know, there was a list.

And so there's that kind of thing that you could go through to help you start things going. And so look at organizations that would be in conflict with you; that would regard would be one good way to start.

Then the other thing is is that you write into your qualification law - regulations or laws or whatever you want to call that - the requirement that basically says that if at some point in time you do become a - a (parent) candidate become a member of that organization that you ask to resign your current position.

And that I know has a fair fact happened in the - in ARIN where we had a person that was a member of the ARIN Advisory Council that then became a member of the Address Council so they had to resign their position. So that's another way of looking at some simple enforcement mechanisms.

But in the end what really prevails through this whole thing is common sense. And so you have to look at what is the best way to get the most experienced people you can but at the same time being able to identify and actually help the individual as well as the organization to identify those things where clearly there would be a conflict and then to incorporate into your procedures things to occur that would cause people to automatically declare themselves or you have a

(unintelligible) thing like we do in the ICANN Board where we go through and exam people at a periodic basis.

We're going to discuss this; people, you know, declare conflicts. So those are some kinds of things that I think that you could probably take into consideration.

Stephane van Gelder: Thanks. Well I think it's also worth pointing out that we've worked quite a lot on simplifying the procedures for declarations and statements of interest. There's now a standardized form; I think you alluded to that, Kristina, on the GNSO Website and it's part of the restructuring effort that we've undertaken over the last few years.

There has been work on the rules governing that so certainly at the GNSO Council level it's something that we've tackled and taken seriously. I have (Shareen), Bertrand, Steve, Wendy and Gonzalo.

(Shareen): I just want to refer back to the gold standard that Kristina mentioned. And I'd say that I think that gold standard you have to do two things. One, you have to have really good very high ethical policies and so on. The second, and the most important thing for me, is what you do with them and that attitude of board members towards those standards.

And typically in many boards, I'm not talking about this Board, is people read them once and then they keep them in a drawer and they forget about them and they feel they, you know, they live by them. In reality you have to read them at least once a year, refresh yourself, remind yourself because it does change your attitude, it does help you.

And then you should sign a piece of paper and say I have read it; once a year a refresher to keep up to date with it. And that's something we need to institute and make sure we do.

Stephane van Gelder: Bertrand.

Bertrand de la Chappelle: Yes, first of all in as much as Kristina was saying it was an opportunity to reconfirm the importance that you attach to this topic. I think it's a very good opportunity for the Board also to reconfirm the importance with that not only to this topic but to the substance and that there has been in the last period intense additional discussions on those elements and work that is actually going on on this topic.

A few points on the substance because there is a distinction, as Ray was mentioning, between conflict of interest that lead to absolute exclusion of some positions and conflict of interest policies that relate to disclosure and abstention of activities. And sometimes there is a clear distinction that has to be made between the two.

But the point I wanted to highlight is mostly about the revolving door policy and the connection with the bigger sentence within the confines of the multi stakeholder model because one of the problems we're facing - and I'd be very happy to have some feedback on that - is that on the specification of revolving door policy within the current model we have a situation where there is a conflict of interest policy that exists for Board members.

The way they are nominated makes it so that they very validly can be participants in the activity in the community during their period on the Board. If there is a revolving door policy does that mean that the same

person who was legitimately on the Board working in the community or in the industry should not be working in the same company when he leaves the Board or he or she leaves the Board?

That's a delicate issue. There is an incoherence there which leads to a broader question that we cannot solve immediately but that I just want to share with you. And here it's not a Board position it's just something I want to put on the table.

There is an element of logic if you go in that direction to push potentially the logic to the ultimate extreme and consider that because the criteria of independence of Board members would be a paramount criteria somebody who chooses to move in that direction and be elected by a constituency or by the Nom Comm during the period on the Board would become completely independent, i.e. sever his or her relationship with his current employer - be fully paid accordingly and exclusively devoted to being on the Board.

It's a different model. And this is where the notion of within the confines of the multi stakeholder model brings the question the pure logic as a consequence that goes in the direction of something that is much more like the (collage) of a regulator with all the revolving door conditions.

There is a coherence however it will prevent a very big change versus the current model. And this is why there is attention here between what would be relatively easy to obtain in terms of an absolute standard and gold standard and the coherence with the model.

And the final point is in a broader picture it also relates - this whole question also relates to the role of the Board versus the policy making

in the organization. In a nutshell the more the Board is in a position as it should be of validating a perfect consensus building process.

The less the conflicts of interest become very important. If the Board is too much a decision maker, an ultimate arbiter in a very delicate question the more the conflict of interest can bring the - what was the expression - the appearance of impropriety. So we have to put that in a broader landscape I think.

Stephane van Gelder: Thanks, Bertrand. Steve.

Steve Crocker: The flow has moved past.

Stephane van Gelder: Okay, Wendy.

Wendy Seltzer: Thanks very much Stephane. (Unintelligible) working either. Oh now they are. Thanks and thank you for the seriousness of the responses that we're hearing.

I do want to speak up from my experience participating as a liaison to the Board. I saw there that the conflict policy is taken seriously and was taken serious by directors recusing themselves from votes.

And on the - at the same time the experience the directors who have been involved with the community and with the industry brings to the discussions is often quite helpful. So I think that trying to set up too sharp a line between directors and the outside world would be detrimental to the organization, to its ability to engage with its community and to its ability to get experience from the community.

And so I think that in many ways the Board is currently doing a good job of addressing conflicts and clearly marking off the conflicted directors from votes.

Stephane van Gelder: Thanks. I have Gonzalo, I've got a question from Tim online then Kristina, then Jonathan, then I'd like to close the queue there for this topic and move onto the next one. So Gonzalo please.

Gonzalo Navarro: Thank you Stephane. Since many of the topics that I was trying to cover was mentioned by my colleagues I just want to emphasize that while ICANN is not a (unintelligible) that ICANN is a really unique community and the multi stakeholder is the - is different - is a different scenario if you want to compare ICANN with a different kind of organizations even (international) organizations for (unintelligible) organizations (unintelligible) as Bertrand mentioned.

So it's quite difficult to think that any of the participants on this table or in this community are free - or hands clean on issues related with businesses or decisions or rules that we're implementing.

So we can keep that standard and the standard that we are achieving as an organization is already high if you compare that standard with other organizations because it's rooted in America law, basically California for not for profit which is a high standard.

Surely we can improve. And one particular place to get improvements is statement or declarations of interest in the process of (written) one particular decision. I think it's the most preventive. And if we can work on that it is a better way to avoid possible results creating conflicts with the decision.

And surely we can take the advice or opinions and suggestions that you are making here. Thank you.

Stephane van Gelder: Thank you. I have Tim Ruiz online. Tim.

Tim Ruiz: Thank you. Maybe not so much a question that I expect to be answered today but just something that I would hope would be considered because it's not directly related to a conflict of interest on the Board per se.

But one of the concerns that we've had is that when key - when directors or key staff or senior staff would, you know, leave ICANN and then take up employment within the industry that some consideration should be given to a policy that limits their ability to access staff and the Board beyond what, you know, is normally available to anyone else within the industry.

Because, you know, relationships are built, friendships are built; that's to be expected. But their ability to have access at a level greater than anyone else to, you know, discuss issues or to try to influence policy or those kinds of things I think should be somewhat restricted.

And that should apply to - it should be something that even currently employed - someone who's currently employed in the industry who's appointed to the Board should consider that there may be such limitations on that access after they take that appointment and then leave later. So just something that I would hope that would be considered. Thanks.

Stephane van Gelder: Thanks Tim. Kristina.

Kristina Rosette: Thank you. This has been very helpful, I think, to us to get a better sense of some of the considerations. And I would say that we're cognizant of the fact that it will be very difficult if not close to impossible to have within the confines of the current model with the stakeholder groups and other supporting organizations appointing individuals - appointing directors and with the expectations that those directors will have experience in the community.

I think it is going to be very difficult to say okay we're going to have that model and at the same token we're going to have just an iron clad conflicts of interest policy, an iron clad anti revolving door policy.

On the other hand I think there needs to - at least in my view I think there needs to be a recognition that you are going to have to draw the line and decide to some extent which of the two is more important.

And I know that, you know, from my experience I think one thing that perhaps might be helpful is that, you know, for example what Ray was talking about in terms of how the Board of Directors are pulled.

You know, I don't know that I was necessarily aware of that. And I think that there may be additional aspects or implementation of the conflicts of interest policy that perhaps the community is not as fully aware of as they could be.

But my question I guess is - to the Board is to the extent that you have a sense of the timing of this in terms of, you know, do you have a goal date by which you expect to have a new conflicts of interest policy

developed? Do you have any kind of timelines or milestones that you could share with us? I think that would be very helpful to have.

Bruce Tonkin: Kristina, let's take that question on notice. We do have a session later this week where there will be a formal presentation of where we're up to so I don't want to kind of answer that question on the fly. But I think certainly we can commit to give you that information.

And I'm not expecting it's going to be years away, you know, we're talking months. But anything more specific than that let's wait until later in the week.

Stephane van Gelder: Okay Jonathan then we'll move on.

Jonathan Robinson: Stephane, I know you want to wrap up and I'm sure we could carry on about this all afternoon so I'll be very brief and to say that we touched on this subject in Singapore. And I think I certainly - and I expect some or all of my colleagues came away not - I think it was an unsatisfactory discussion somehow.

And so I would just like to remark that this has not been the case here in my view and thank the Board for a very constructive and very positive input and a very useful interaction with the GNSO. So thank you all very much from my point of view and I hope I'm speaking on behalf of my colleagues as well.

Stephane van Gelder: Thanks for making that point, Jonathan. We'll now move onto the third topic of the day which reads: What is the Board doing to increase participation in the industry/community and ICANN? And this is going to be introduced by Adrian.

Adrian Kinderis: Thanks, Stephane. Adrian Kinderis from the Registrar Stakeholder Group. I just wanted to say the same. And I've written this down because - and we talked about this on the Council. No one could understand me. I'm buoyed by the fact that there are two Australians on the Board so maybe at least they'll understand.

As the GNSO Council continue to deal with the challenges of work prioritization we are continually measuring and monitoring the bandwidth of resources - bandwidth and resources of ICANN staff in order to support the work of the Council.

More recently our attention has turned to another bottleneck being that of the availability and bandwidth of volunteers to participate on the various working groups, etcetera.

Whilst we feel that we could, if appropriate, lobby ICANN to recruit more staff what we can't do at will is inject new volunteers as easily. Right now they are a finite resource within the GNSO and we are starting to suffer from burnout or at the other end of the scale singular perspectives.

We therefore assume this is - sorry, we therefore assume this an industry-wide issue. We wanted to hear from the Board to see if you agree with this assumption, acknowledge that there is an issue and if so how are you addressing it potentially in the confines of the strategic plan?

Steve Crocker: Mike, you've got your hand up.

Mike Silber: As Chair of the Public Participation Committee I think let me have a first stab at an answer to this. I mean, I think when this issue of volunteer burnouts raised its head and it's been under discussion for a while now there was some disbelief by people that such an issue existed.

And I think we've seen as the new gTLD program has run up to - was running up to launch we've seen an increasing amount of last minute crisis interventions on some very difficult topics and an enormous amount of work being put in by a large number of people in the community.

Because the new gTLD program is particularly close to the hearts of this grouping it's obvious that the efforts are being put in by those involved in the GNSO or associated with the GNSO has been phenomenal. And I would suspect that it certainly is the community that may have suffered the greatest burnout.

That being said we're certainly looking at ways to facilitate participation. And I'm very encouraged by clear and reasonably good remote participation tools which we're certainly trying to encourage and facilitate further remote participation.

We also happen to have a really excellent outreach presentation and looking at a new model for outreach being presented by the staff - Kurt is the champion of that - looking at measuring all that we do in terms of its impact on the community both bringing new blood in as well as progressing and advancing the current volunteer community through the ICANN experience.

And that's going to involve actually going through all of our activities and starting to actually measure the activities that we do with regard to bringing new people in and advancing those people through the ICANN experience also recognizing that some observers don't want to become participants and some participants don't necessarily want to take a leadership role other than maybe on a single topic that's particularly dear to their hearts and then they'll sink back into being an ordinary observer or an ordinary participant.

But that being said it's something that we take very seriously. It's something that based on the model that's being presented. And I'm sure the community will see it in the not too distant future.

We're actually going to start measuring how we're doing. And it becomes a metric against which the community can measure us as well as we can measure ourselves.

Stephane van Gelder: Thanks Mike. Can I take a queue of comments on this or can we move onto the - sorry, Zahid.

Zahid Jamil: Zahid from the Business Constituency. I'd just like to sort of make a point that as part of the outreach effort - and I mentioned this to Kurt this morning - it may be an idea to try and do not necessarily a cost, you know, if flying people into certain developing countries, etcetera, but having Webinars and tying them up with local associations (unintelligible) etcetera.

And there is the outreach effort that is supposed to take place with regard to the new gTLDs. And I think it was a four-month outreach process if I'm not mistaken. The GNSO Council, I mean, I would be

interested in what's happening in there and to see what extent developing countries have been sort of outreached to.

I think that is important especially in the light of, you know, you have a pending JAS document. I don't know where that will go but, you know, it's just an interesting aspect of that. Thank you.

Stephane van Gelder: Alan.

Alan Greenberg: I want to thank Mike for his answer. But I want to highlight that as difficult as the problem is with most of the participants in ICANN is getting people to actively work to contribute and not to be burnt out.

The problem with those who are - I will use the generic term - users but those who don't have money in the game is really a problem. They cannot make it to meetings unless there is some sort of funding. They have no financial incentive to do it other than the love of the work; very often they're giving up real income to put the time into ICANN.

And yet the credibility of ICANN and the multi stakeholder model is going to depend on whether these classes of stakeholders are represented well in the policies we make.

Stephane van Gelder: Thanks. Bruce.

Bruce Tonkin: Hello. Is one of the issues really whether the work gets done through online forums and phone calls just as work done in face to face and what the proportion is there? Because you would think if everyone is doing it via phone which, you know, not a lot of the Board work is done that way, then it's not an issue of travel.

But I just want to kind of get a sense is the issue because we've forced a lot of the work to be done face to face?

Alan Greenberg: No the issue is not that we force work to be done face to face it is exceedingly difficult to get people involved in this process, to understand what we're talking about, to understand the issues when they've never been involved face to face.

If periodically show up here and have an opportunity to interact with the real human beings who are doing this to understand some of the nuances that only come out in corridor conversations and things like that it's a lot easier for them to participate remotely.

Without that level of contact it's almost impossible to do it effectively. And we occasionally have people who participate like that but to be honest they're not high quality participants. They may be active and work hard but they're not really helping the policy issue.

Stephane van Gelder: Can I just make a personal comment as well? Because this is something that I've found very difficult too. And I wouldn't like to leave the impression that - once again personally - I wouldn't like to leave the impression that it's less difficult for contracted parties or people that have an industry backing them to come here.

It is very difficult for people like that to - I mean, we're under a lot of pressure to continue with our day jobs. And I know there's no one forcing us to be on the Council or to chair it or to do whatever. I know it's just the same situation for the Board. And I know that some people

have to, you know, make trades and give up something in their daily lives to participate as they do in ICANN.

So I think we have to be careful the way we portray things. Yes it's very important for people who don't have industry backing to be able to participate, of course. But don't forget that a lot of the stuff that gets done is also because we have such a wide diversity of stakeholders here.

And I think the key problem is actually just all of us - we were talking - I was talking to one Board member just a few minutes ago and we were just saying how many emails we get.

You know, if you switch your computer off for a day and turn it back on you just want to throw it out the window. So that's something that really is - certainly at my level I'm finding it very difficult now.

And I'm probably in the more comfortable position because as Chair I can pass the issue, you know, over to the Council. And in the end you just end up not being able to assimilate all this stuff. I think that's the real problem.

Kristina.

Kristina Rosette: Bruce, to answer your question in our - my community at least it's really just more participating at the working group level because generally speaking if you are going to be an active participant you're looking at a commitment of three to four hours a week in terms of reading what's on the list, preparing for the call, participating in the call and then doing follow up.

And to be quite candid in our community attending the meetings is really just a non issue simply because so few of us are in a position to put our completely unrelated day jobs on hold for 10 days and travel to some part of the world that most of our colleagues have never heard of.

So, I mean, for me it's really at a base issue if we can't get a broad diverse range of participation in the working groups so that that participation is reflected in the output I completely agree with Alan.

I think sooner or later you're going to get to the point where the output is going to be vulnerable to challenge on the grounds that it was represented - that it was not fully diverse; regardless of who participated and who didn't that it's not fully diverse. And that I think is really critical.

Stephane van Gelder: I have Katim next.

Katim Touray: Hi, thanks a lot Stephane. I think this is a very important discussion we're having. It's also interesting to note that (unintelligible) was talking about this very issue I think must have been last year.

And it seems that each time we have a meeting we have a talk about this. I mean, this is clearly a problem for the entire community. And the consequences of the problem is not something that's unknown to us.

I won't dwell on that. What I'd like to suggest is a way forward. And I think just listening to the dialogue here I think what we could use - find use for would be to give some serious thought to really developing a

plan, a strategy, that would address the issue of participation in ICANN.

And the key to that would be to develop some metrics for participation. That's - we all keep talking about it we need to increase participation but participation by who? What do we mean by participation? And how are we going to know when we get to achieve the level of participation that's optimal for this organization and satisfying to us?

So I think a good part of the attempts to really address this would be to start thinking about it in a very strategic manner, develop a strategic plan. And that means that we probably have to do - typically ICANN - the typically ICANN way of getting into a consultative mode, talking to people, maybe hiring a few consultants here and there.

But we really need to get to the crux and then at the end of the define a map and a way forward for really increasing the participation and even more importantly knowing when it is - when we get to where we need to go to. Thank you.

Stephane van Gelder: Thanks Katim. I have Mike and then Bruce and then perhaps we'll try and get the last subject and which is the JAS thing. I don't think we'll manage any more than that. Mike.

Mike Silber: Very briefly. Firstly I'm glad it can be cathartic and we can all sit here and talk about the level of work. And maybe that's not a bad thing. I really think that when people see some of the models that are going to come out of the work that Kurt and the team and - it's a large team so I'm not going to name them all - have been doing I think it's going to be valuable because this is the crux of who we are.

We shouldn't minimize it and as much as I'm saying it's cathartic and we can all complain it is the crux of who we are; it's the why the model exists and why it continues to work because we are not just paid functionaries who are paid to be here to espouse a particular view.

It's because we believe in it, we're passionate about it and to some extent or another all of us, whether we are paid to be here, whether our employers support us, whether we're contracted or non contracted parties all of us are passionate about it; all of us believe in it.

The pain is heard, the pain is felt by all of us. And we're putting measures in place to try and do something about it. And as Katim mentioned firstly by measuring how our work we do impact on that and how outreach brings new blood in and then we can start putting remediation steps in place once we understand the process a little better.

Stephane van Gelder: Thank you. Bruce.

((Crosstalk))

Stephane van Gelder: You're upset now, okay. Bruce...

((Crosstalk))

Bruce Tonkin: Thank you. And we were talking about outreach bringing in new blood but for the new blood to stay it's important for the volunteers who actually participate to have a clear sense that what they do and how

they contribute makes a lasting difference; that you can actually be part of change.

And this multi stakeholder model that we're pioneering in many ways is something that you can be not only a part of but that you can get to share and change it.

In that area there is one thing that I'd like to see improvement across all of ICANN, you know, both from what the Council itself and the Council reports what happens there but also just across the entire ICANN spectrum which has to do with the public comment process.

You know, we have reports that go out, we have, both from the staff issues reports and GNSO Council reports other, you know, ccNSO Council reports that go out. And they come in for public comments.

And it's been an area of just personal frustration, I mean, to see in some cases excellent public comments come in and there not being a process, if you will, that can convert those public comments into actually actionable items, number one. And, number two, to actually get those people who take time to make those public comments, to try and get them in and keep them as part of the process.

Because they are focusing on areas that are clearly of interest to them and there is an entrée, if you will, into the rest of the ICANN working. So I'd like to recommend really to us as a community to focus a little bit more attention on converting the public comment process into something that is more effective than what we have right now, which sometimes there is open it up for a specified time period, bring out an outcome, you know, just that collects all of the data.

But there is - the process of collecting those public comments may actually provide a really good way to bring more volunteers into the ICANN world.

Stephane van Gelder: Thank you very much. So I suggest we move onto possibly the last topic that we'll be able to tackle today which is a topic on the JAS report. We felt that although the GNSO Council has voted to pass the report to the Board there were outlining questions that we've been asked about possibly the way that we considered the report. So Mary Wong has volunteered to lead that topic. Didn't you volunteer?

Mary Wong: I think I'll accept that being volunteered and volunteering I suppose can be quite close.

We'd like to thank the Board for suggesting this topic. We all consider this an important topic. And as the Board knows among a number of groups in the GNSO there has been very strong support for an initiative like the JAS from the beginning.

As the Board also knows the JAS report was received by the Council and forwarded to the Board. And we understand of course that you would like some comments and feedback from the Council on behalf of the GNSO community.

We are working on that because there are a number of different constituents and stakeholder groups and processes that we go through. And we look forward to providing you with further comments.

That said we thought that this might be a great opportunity to do one or two things; one, to the extent, as Stephane mentioned, that the Board may have questions either for the Council or for each of our GNSO constituent groups that this would be a good time and place for that.

And, secondly, that we have groups and individuals from the GNSO who participated on the JAS group and it might be a good way for them to communicate their feedback directly to the Board.

So with that, Stephane.

Stephane van Gelder: Yes, thanks Mary. And one of the group Co Chairs, Rafik Dammak who's also a GNSO councilor and participating remotely, wants to contribute to that discussion. So, Rafik, if you can hear me.

Rafik Dammak: Yes, Stephane?

Stephane van Gelder: Please go ahead.

Rafik Dammak: Thank you. So I wanted to say that I'm trying to highlight some points as supported by my stakeholder groups and constituency, the NCSG. So we want really the Board to take care about the different recommendation put in the JAS report.

Especially with the fee reduction I think there is not enough support in the ICANN community about that. And really I don't see any reason to not approve that recommendation.

And also this recommendation is consistent with the policy recommendation from the GNSO. And also that we can use the

reserve fund portion - sorry I'm just - also that the recommendation about the foundation to be really to be considerate.

I heard Kurt presentation today and I really don't see how it can be challenged. I also asked the question why we have this now when we asked the ICANN staff to (unintelligible) about that a really long time ago. And so if there is any time constraint we can - you cannot blame the JAS working group.

((Crosstalk))

Stephane van Gelder: Rafik.

Rafik Dammak: I'm sorry...

Stephane van Gelder: Can I - sorry, can I stop you there? Because unfortunately you're not coming across very clearly. Perhaps can I ask you to send the question that you've just asked online to Marika who will then be able to send it to me so I can have it read out?

I know you've got the flu so it may be difficult to speak. Or send it to Mary but that might help. Is that okay?

Rafik Dammak: Okay. Because it's a problem I can't send the question. But the idea is to have some interaction with the Board and to get their feedback.

Stephane van Gelder: Yes, but to give you feedback they've have to understand the question which is not coming across clearly. So that's why I'm suggesting you write it down and send it.

Zahid, you were next.

Zahid Jamil: Hi, Zahid from Pakistan. I'm representing the Business Constituency. But as an individual from a developing country and a business I appreciate the work done by the JAS group.

On behalf of the BC, you know, it's our mission to represent interests of business users and registrants in order to ensure that a DNS has a stable and - that it stays stable and secure and has availability and integrity of resolutions registration so that's our core mission.

At the same time we particularly support efforts that do help business user registrants who are, say, underserved by (today)'s DNS to be sort of brought into the fold.

So we in the BC, when this resolution came up, did not vote against the report; we abstained. It's important to just make that distinction. And we had three basic reasons that I'd just like to elaborate.

One was that we thought that lowering the bar for technical and legal requirements may be a threat to the security of the DNS. And to that extent a caution could be had as to how much it's lowered, one.

Two, this has long maintained that we need initiatives for applicants to also offer various versions of the TLDs in their own language and in their scripts. And especially those which are in developed countries emerging markets.

So not seeing that in the report so I know it's called bundling but I want to be clear because that's been misused a lot to allow when an

application is made say in a Roman script to also have somebody wrap around it an application to do the TLD in a different script, etcetera. We didn't see that there. And I think that under serves communities and developing and emerging markets.

And the third is that the BCC's applicant support as a means to expand the DNS for users and registrants we did not in the JAS report see a focus on registrants and users but there was a focus on the applicant side. And so, you know, to that extent maybe there's work that can be done there. So these are the three basic reasons. Thank you.

Stephane van Gelder: Thank you. George.

George Sadowsky: (Unintelligible).

Stephane van Gelder: Okay, right. Jeff.

Jeff Neuman: Yes I just, you know, the registry stakeholder group actually filed comments - I think it was within three days after the report came out and so there is a document that contains all of our questions.

Most of them - I would say almost all of them I think - reflect on implementation questions. And one of the things that we were expecting I think the Board's resolution was that ICANN would have an - ICANN staff would present an implementation plan to the Board at this meeting. So we were kind of waiting for that. I don't think that's emerged.

And, you know, given the complexities of the topic I'm sure that that's not going to emerge at this meeting. But so the registries are closely

watching this. We've posted a bunch of questions. We support the work of the JAS group and the ideals that are in there.

And so I don't think, just to set expectations, I don't think you're going to find a statement from the Council. I think there's just not enough time just being realistic throughout the rest of the year if something is going to be implemented by the application round.

So I don't want to set the expectation that there'll be a Council statement. I do think that there will be statements from individual constituencies and stakeholder groups.

Stephane van Gelder: Okay Mary and then we'll close this off - oh Chris, can I give - do you mind if...

((Crosstalk))

Stephane van Gelder: You know how Chris gets if he doesn't get his word in.

Mary Wong: I'm being Rafik and I can be really brief.

Stephane van Gelder: All right.

Chris Disspain: So I just wanted to give you a very brief update on where we are with this. We've done some work on the various documents, the ATRT document, the letters from the ALAC and the GAC, etcetera.

We are going tomorrow to - we're all going, I guess, tomorrow to a session on the ATRT and the guests at that session - the members of the - sorry, am I talking about the wrong thing? I don't - I mean the JAS

group, sorry, I've got the ATRT on the brain - I mean the JAS group - I meant the JAS.

They're going to deliver the report or they're going to do a presentation of the report, etcetera. And the Board will sit again on - will sit down again on Wednesday at a workshop and do some more work on the JAS and so on.

Any comment, any input at all that you can get to us would be gratefully received. We understand the difficulties of - especially of the Council coming to a comment. But we'd be very happy to so, you know, we'd be very happy to get comment from individual houses or individual bits of houses if that's possible too.

But we're going to sit down and do some more work on this on Wednesday so if we can get that that would be great. And apologies for referring to it as the ATRT.

Stephane van Gelder: Thank you, Chris. Mary.

Mary Wong: I'm being Rafik. And these were the comments.

Stephane van Gelder: Oh yes.

Mary Wong: I'm going to try and summarize. He was actually making comments on behalf of the NCUC which will be sending a statement to the Board. And as Jeff says maybe that would be the best way for the Board to receive input this week.

In particular he wanted the Board to know on behalf of the NCUC that we support all of the recommendations made by the JAS working group that NCUC is heartened by the GAC and ALAC support for the effort.

But in particular three recommendations - ones that the NCUC feels should be immediately implemented. The first would be the fee reduction. The second would be to make the continuity instrument more affordable for developing country applicants. And the third recommendation that we would like to speak to right now would be to approve the Board organized working group to work on the foundation idea.

Stephane van Gelder: Thank you, Mary. Thank you to everyone. We'll bring this to a close now; we're at the end of our time. I just want to - on behalf of the Council, first of all thank the Board members once again for what has been a very useful and enjoyable discussion. Before we leave I would like to give Steve and Rod an opportunity for any closing remarks and then close the session.

Rod Beckstrom: Very well. Thank you, Stephane, for your tireless leadership of the GNSO. And thank you to all the leaders of the GNSO and other GNSO members for the extraordinary efforts that you've put in on so many issues including most recently this JAS report that you've issued.

On the JAS report I just want to share on the executive team side and the organization we're ready to execute if we're given clear guidance and there's a clear program that is implementable in the timeframe. That obviously may mean that some - the tradeoffs and compromises need to get made to make sure that it's a program that can be - that

can be prepared in a limited number of weeks as opposed to some number of many months or years.

Secondly just to report that the first operational phase of the new gTLD program is moving on schedule and that is the road show which is the first operational commitment and the first phase of the program.

And a number of people from the ICANN team have been speaking at different events globally. And we're very pleased to see the level of national media coverage it's received in almost 20 countries so far and more to come.

With respect to Kristina's statements on the conflict of interest I simply wanted to bring to your attention we have added additional documents on the ICANN.org/documents page which includes the Board code of conduct and other key corporate governance documents just to make sure that all the key information is in one place so that it can be read. And with that thank you very much.

Steve Crocker: Thank you, Rod. I look around the room and I see almost uniformly old friends; people that we've all worked together over a long period of time. It's quite heartwarming. We're all volunteers here and worked very hard in all of our different roles. This is what makes ICANN work.

Each of the issues that you've put here are ones that the Board is wrestling with, that staff is wrestling with and that we take quite seriously. If they had quick easy answers then we wouldn't have these in front of us.

So, you know, I don't want to fall into the trap of saying oh trust us, we're working on it but the - but we are in fact working on it and we know that we owe visible signs of progress which you'll see.

We are very, very conscious within the Board that we're a tiny, tiny fraction of the overall organization and enterprise that we're part of. And the GNSO is a absolutely pivotal central heavyweight portion of the overall organization. We depend on you and your leadership is absolutely vital. And so let me express on behalf of the Board and on behalf of all of ICANN in appreciation for the enormous amount of work that you guys put in.

Stephane van Gelder: Thanks, Steve, Rod, thanks to all the Board members. This session is now closed. And for GNSO Council members looking over to Glen, are we supposed to be going - yes - so we are going across the road to the GAC to meet with them. This session is now over. Operator, please disconnect.

Coordinator: The recordings have ended.

END