

Compensation Committee Activities Report – 1 January 2023 through 30 June 2023

Completed Activities:

Item	Description	Committee Completion Date	Accomplishments/Outcome
1. Interim President and CEO Progress Toward FY23 Goals	The Interim President and CEO presented reports to the Committee describing progress made toward the Board-approved FY23 President and CEO goals, which the Interim President and CEO adopted upon taking the role as Interim President and CEO. The President and CEO also shared with the Committee which FY23 goals might continue into the FY24 set of goals and which likely will not.	22 May 2023	The Committee agreed that the Interim President and CEO had accomplished the FY23 goals.
2. Interim President and CEO At-Risk Compensation for Second Half of FY23	The Committee discussed the Interim President and CEO’s at-risk compensation for the second half of FY23 and agreed to pay the Interim President and CEO at-risk compensation for the second half of FY23.	22 May 2023	The Committee recommended that the Board approve the Interim President and CEO’s At-Risk compensation for the second half of FY23, which the Board approved on 11 June 2023 (See Resolutions 2023.06.11.08 – 2023.06.11.09).
3. Independent Report re: ICANN Benchmarking Practices	The org presented a report from outside expert regarding ICANN’s current benchmarking practices used for Officer Compensation. The report concluded	22 May 2023	The Committee agreed with results of report and discussed next steps on Officer compensation.

Compensation Committee Activities Report – 1 January 2023 through 30 June 2023

Item	Description	Committee Completion Date	Accomplishments/Outcome
	that ICANN’s current benchmarking practices are consistent with normal market practices.		
4. Ombuds Report on FY23 Goals	The org provided a summary of the report that the Ombuds provided to the Committee, which set forth his efforts to achieve his FY23 goals. After discussion, the Committee agreed that the Ombuds has performed sufficiently toward his FY23 goals. The Committee also discussed the idea that the Ombuds Office needs to change as ICANN changes over time.	26 June 2023	The Committee agreed to look more into potential changes to Ombuds Office.
5. Ombudsman FY23 At-Risk Compensation	The Committee discussed and agreed to recommend that the Board approve payment of the Ombuds’ FY23 At-Risk Compensation Component.	26 June 2023	The Committee recommended that the Board approve payment to the Ombuds of his FY23 at-risk compensation, which the Board will need to approve at upcoming meeting.

Compensation Committee Activities Report – 1 January 2023 through 30 June 2023

In-Progress Activities:

Item	Description	Committee Completion Date	Accomplishments/Outcome
1. Interim President and CEO FY24 Goals	At more than one meeting, the Interim President and CEO presented a set of proposed FY24 goals, which the committee discussed in detail with the Interim President and CEO and suggested amendments in light of discussions and in anticipation of discussions with the Board.	TBD	TBD