Board Governance Committee Activities Report
1 July 2021 – 31 December 2021

Summary:

<u>Completed Activities:</u>
1. Revisions to Framework for Establishing Board Working Groups and Caucuses
2. Nominating Committee (NomCom) 2022 Leadership
3. Review of Committee Slating Guidelines
4. Board Committees, Board Working Groups, and Board Caucus Slating
5. Appointment of the ICANN Board Member as a Liaison to the GNSO Registration Data
6. Annual Review of Board Member Conflict of Interest Disclosure Statements
7. Review of 2022 BGC Workplan
8. Board Member 2022 Skills Guidance to the NomCom
9. NomCom – ICANN Board Member Position Description
10. Annual Review of BGC Charter

Section I: Completed Activities

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
1. Revisions to Framework for Establishing Board Working Groups and Caucuses	The BGC reviewed the proposed revisions to the Framework for Establishing Board Caucuses and Working Groups (Framework) to reflect current practices, including that the Board, as well as Board Committees could serve as a sponsor to a working group or caucus. The BGC adopted the revised Framework.	1 July 2021	The BGC adopted the revised Framework.
2. Nominating Committee (NomCom) 2022 Leadership	The BGC discussed the applications for the NomCom 2022 Chair and Chair-Elect. The assessment included the candidates' interviews and submitted materials. The BGC recommended a slate for the 2022 NomCom leadership and the Board approved that slate on 12 September 2021. After the Board approved the recommended slate but prior to the publication of the Approved Resolutions for the 12 September 2021 Board meeting, the Board became aware of new information that was relevant to the evaluation of candidates. The BGC subsequently met and considered the new information and recommended that the Board rescind its previous resolution and approve a new slate. On 30 September 2021, the Board rescinded its resolution taken on 12 September 2021 regarding the 2022 NomCom leadership and approved a new slate.	30 September 2021	The BGC recommended that the Board appoint Michael Graham as the 2022 NomCom Chair and J. Damon Ashcraft as the 2022 NomCom Chair-Elect, which the Board approved on 30 September 2021 (*See* Resolutions 2021.09.30.03 – 2021.09.30.05).
3. Review of Committee Slating Guidelines	The BGC reviewed the Committee Slating Guidelines (Guidelines) for slating of Board Committees and other Board groups. The BGC	25 August 2021	The BGC adopted the revised Slating Guidelines.

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	approved updates to the Guidelines to align with current slating practices. Specifically, the BGC agreed that the Guidelines should reflect that each Director's membership on Committees should be targeted at two or three Committees (except for certain Committees needing very specific skill sets). The BGC also agreed to include in the Guidelines the process for slating of certain committees that are to be chaired by the Board chair.		
4. Board Committees, Board Working Groups, and Board Caucus Slating	The BGC Chair reviewed the slating principles and then the Committee discussed membership and leadership of Board Committees, Board Working Groups and Board Caucuses, as well as Agenda Block Leads, taking the revised Committee Slating Guidelines (Guidelines) and the Board members' preferences as set forth in the Board Skills Matrix Survey into account. Following discussion, the BGC approved the slate for Working Groups, Caucuses, and Block Leads and recommended that the Board approve the proposed slate for Board leadership, and Committee leadership and membership.	11 October 2021	The BGC recommended that the Board adopt the proposed slate for Committee membership and leadership, as well as the Board Chair and Chair-Elect , for the Annual General Meeting 2021 – Annual General Meeting 2022. The board approved the BGC's recommendation at the Organizational Meeting of the Board 28 October 2021 (*See* Resolutions 2021.10.28.29 – 2021.10.28.31).
5. Appointment of the ICANN Board Member as a Liaison to the GNSO Registration Data	Following clarification with the GNSO Registration Data scoping team regarding its request for one Board liaison to the team, on 18 November 2021, the ICANN Board Chair notified the GNSO Registration Data Accuracy Scoping Team that the Board has selected Board members Becky Burr and Harald Alvestrand (alternate) to serve as liaisons to the GNSO Registration Data Accuracy Scoping Team.	18 November 2021	ICANN Board selected two members (Becky Burr and Harald Alvestrand (alternate)) to serve as liaisons to the GNSO Registration Data Accuracy Scoping Team.

Item	Description of BGC Activity	BGC Completion Date	Accomplishments/Outcome
6. Annual Review of Board Member Conflict of Interest Disclosure Statements	The BGC reviewed the Board Members' annual Conflict of Interest Disclosure Statements	10 December 2021	ICANN org to circulate Board members to confirm for accuracy before posting.
7. Review of 2022 BGC Workplan	The BGC reviewed and approved its workplan for 2022.	10 December 2022	The BGC approved its workplan for 2022.
8. Board Member 2022 Skillsets Guidance to the NomCom	Following discussion, the BGC reviewed and revised the draft Skillsets Guidance letter to the NomCom, which was then provided to the full Board for consideration and subsequent transmission to the NomCom.	10 December 2022	The Board provided the guidance letter on Board member skillsets to the NomCom on 17 December 2021.
9. NomCom - ICANN Board Member Position Description	Following discussion, the BGC approved language for the NomCom – ICANN Board Member Position Description for 2022.	10 December 2022	The NomCom published NomCom – ICANN Board Member Position Description for 2022.
10. Annual Review of BGC Charter	The BGC conducted its annual review of the BGC charter.	10 December 2022	The BGC agreed that no revisions to the charter were needed.