

# 2012-03-06-Board Books

## BOARD MATERIALS – COSTA RICA MEETING – MARCH 2012

### Part 1 - Board Papers & Annex

#### 1. Consent Agenda:

- a. Minutes – 7 February 2012
- b. IRTP Part B Recommendation #9, part 2
- c. Further Bylaws Changes Following the Adoption of the Revised Generic Names Supporting Organization (GNSO) Policy Development Process (PDP)
- d. Item Removed
- e. SSAC Changes in Membership – Two New Members, One Departure
- f. Thank You Resolutions (to be provided during the meeting)

#### 2. Regular Agenda:

- a. Item Removed from Agenda
- b. Redefinition of .BH (to be sent later)

#### 3. Board Papers - For Information:

Item Removed from Agenda

### Part 2 – Board Papers & Annex

#### 4. Board Book 2 - New gTLDs:

- a. Batching
- b. Item Removed from
- c. New gTLD Service Providers

### Part 3 – Board Information

#### 5. Background Book:

- a. CEO Report
- b. Background on Costa Rica
- c. Media Clips
- d. Policy Update

### Possible Action Coming From the Committees following Committee Meetings (Papers included in Committee Materials):

- Audit Committee – Engagement of Auditors
- Finance Committee – Revised Contracting & Disbursement Policy
- Board Governance Committee – Charter of DNS Risk Management Framework Working Group
- Board Governance Committee - Ethics & Conflicts of Interest

## **2012-03-01a-2012-02-07-Board-Minutes**



**Minutes**  
7 February 2012  
Special Meeting of the ICANN Board

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A Special Meeting of the ICANN Board of Directors was held on 7 February 2012 at 4:30 pm local time in Los Angeles, California.

Chairman Steve Crocker promptly called the meeting to order.

In addition to the Chair the following Directors participated in all or part of the meeting: Rod Beckstrom (President and CEO), Sébastien Bachollet, Cherine Chalaby, Bertrand de La Chapelle, Chris Disspain, Bill Graham, Ray Plzak, R. Ramaraj, George Sadowsky, Mike Silber, Bruce Tonkin (Vice Chair), Kuo-Wei Wu and Judith Vazquez.

The following Board Liaisons participated in all or part of the meeting: Heather Dryden, GAC Liaison; Ram Mohan, SSAC Liaison; Ram Mohan, SSAC Liaison, Thomas Narten, IETF Liaison; Thomas Roessler, TLG Liaison; and Suzanne Woolf, RSSAC Liaison.

Gonzalo Navarro and Erika Mann sent apologies.

1. Consent Agenda.....	1
1.1. Approval of Minutes of 8 December 2011 ICANN Special Board Meeting	
2	
1.2. Redlegation of the .BY domain representing Belarus to Reliable Software Inc.....	2
2. Delegation of the .қаз (“kaz”) domain representing Kazakhstan in Cyrillic ...	5
3. Public Comment Posting: Further Bylaws Changes for Revised PDP.....	8
4. Reaffirmation of second round of applications in New gTLD Program .....	9

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**1. Consent Agenda**

The Chair introduced the consent agenda. Ray Plzak requested the removal of the GNSO PDP item to address a wording issue. Sébastien Bachollet requested the removal of the IDN ccTLD delegation item to address a wording question.

The Chair then called for a vote, and the Board took the following action:

Resolved, the following resolutions in this Consent Agenda are approved:

**1.1. Approval of Minutes of 8 December 2011 ICANN Special Board Meeting**

**Resolved** (2012.02.07.01), the Board approves the minutes of the 8 December ICANN Regular Board Meeting.

**1.2. Redelegating of the .BY domain representing Belarus to Reliable Software Inc.**

Whereas, BY is the ISO 3166-1 two-letter country-code designated for Belarus;

Whereas, ICANN has received a request for the redelegation of .BY to Reliable Software Inc.;

Whereas, ICANN has reviewed the request, and has determined that the proposed redelegation would be in the interests of the local and global Internet communities.

**Resolved** (2012.02.07.02), the proposed redelegation of the .BY domain to Reliable Software Inc. is approved.

*Rationale for Resolution 2012.02.07.02*

***Why the Board is addressing the issue now?***

*Staff present delegation and redelegation requests for country-code domains to the Board for decision, once staff are satisfied the applicant has provided a sufficiently complete application that has a reasonable prospect of a positive Board decision. In line with ICANN's commitments to perform timely processing of requests relating to the IANA function, and the DNS root zone in particular, the ICANN Board seeks to evaluate such requests at its next scheduled Special Meeting.*

***What is the proposal being considered?***

*The proposal is to approve a request to IANA to change or designate the sponsoring organisation (also known as the manager or trustee) of a country-code top-level domain. In line with established practice, the ICANN Board is involved in making the decision to proceed with such requests as one step of this multi-step process.*

***Which stakeholders or others were consulted?***

*In the course of evaluating a delegation application, ICANN staff consults with the applicant, the current operator (if applicable), and other directly connected parties. In line with ICANN's practice of keeping incomplete root zone change requests in confidence, ICANN has not performed open consultation on this matter.*

***What concerns or issues were raised by the community?***

*Any concerns or issues are raised within the public report that will be published in conjunction with this action. This report will be published on the IANA website at <http://www.iana.org/> should the root zone change request have successfully completed final processing, usually 1-2 months after the Board's decision.*

***What significant materials did the Board review?***

*The Board is involved in assessing requests against a variety of public interest criteria. This criteria includes establishing the country-code is eligible (e.g. listed in the ISO 3166-1 standard); establishing the proposed manager is supported by the local Internet community; establishing the proposed operator is operationally and technically competent; establishing the proposed manager is based locally and bound under local law; establishing the proposed manager operates fairly and equitably; establishing that in cases there is a transfer of operations that an appropriate plan is in place to preserve ongoing stability of the domain; and establishing that the action is compatible with any applicable local laws and regulations. During the staff compilation process, the applicant is asked to provide a variety of*

*materials in support of these various aspects. Pertinent information from these supplied materials and other staff research is provided to the Board, and published in a public report at the end of implementing an approved request.*

***What factors the Board found to be significant?***

*The Board considers factors described in the public report, in relation to the basic principles of country-code domain delegation described earlier.*

***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, and the local communities to which country-code top-level domains are designated to serve.*

***Are there fiscal 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 fiscal impact of the internal operations of country-code top-level domains within a country, other than ensuring the operator is based in country and has the appropriate mechanisms to allow the local Internet community to properly oversee the domain's ongoing operation.*

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

*For country-code top-level domain delegations, ICANN seeks to approve only such requests where reasonable concerns have been satisfactorily addressed, and the proposed new manager has demonstrated a sufficient level of operational and technical competency where such concerns should be minimal.*

**Resolutions 2012.02.07.01 and 2012.02.07.02 were approved in a single voice vote. Fourteen Board members voted in favor of the resolutions. Erika Mann and Gonzalo Navarro were unavailable to vote on the resolutions. The resolutions carried.**

## **2. Delegation of the .қаз (“kaz”) domain representing Kazakhstan in Cyrillic**

Sébastien Bachollet requested information on the wording used in the resolution regarding the interests of the local and global Internet community and whether there was a need for ICANN to perform that evaluation and use that wording.

Elise Gerich, VP of the IANA Department, noted that the wording in the resolution matches with the wording used in other delegation items.

The Chair confirmed that RFC 1591 requires ICANN to consider local community support in the evaluating delegation requests, so that even if the wording was changed, the evaluation requirement would stay the same.

Kuo-Wei Wu noted that we need to be careful in changing the wording used in delegation resolutions and be prepared to explain any change, particular given that we follow RFC 1591.

The Chair noted his appreciation that the Board may feel that there is more discussion to be had on this point. Given the possibility of unintended consequences if a change is made at this point, the Chair recommended that the wording remains the same and the discussion can be continued at another date. The Chair requested that this issue be included in the Board’s tracking process.

The Chair then called for a vote, and the Board took the following action:

Whereas, .қаз (“kaz”), encoded as “xn--80ao21a” is a string that has been deemed to appropriately represent Kazakhstan through the IDN Fast Track process.

Whereas, ICANN has received a request for delegation of .қаз to the Association of IT companies of Kazakhstan.



Whereas, ICANN has reviewed the request, and has determined that the proposed delegation would be in the interests of the local and global Internet communities.

**Resolved** (2012.02.07.03), the proposed delegation of the .қаз domain to the Association of IT companies of Kazakhstan is approved.

**Fourteen Board members voted in favor of Resolution 2012.02.17.03. Erika Mann and Gonzalo Navarro were unavailable to vote on the resolution. The resolution carried.**

*Rationale for Resolution 2012.02.07.03*

***Why the Board is addressing the issue now?***

*Staff present delegation and redelegation requests for country-code domains to the Board for decision, once staff are satisfied the applicant has provided a sufficiently complete application that has a reasonable prospect of a positive Board decision. In line with ICANN's commitments to perform timely processing of requests relating to the IANA function, and the DNS root zone in particular, the ICANN Board seeks to evaluate such requests at its next scheduled Special Meeting.*

***What is the proposal being considered?***

*The proposal is to approve a request to IANA to change or designate the sponsoring organisation (also known as the manager or trustee) of a country-code top-level domain. In line with established practice, the ICANN Board is involved in making the decision to proceed with such requests as one step of this multi-step process.*

***Which stakeholders or others were consulted?***

*In the course of evaluating a delegation application, ICANN staff consults with the applicant, the current operator (if applicable), and other directly connected parties. In line with ICANN's practice of keeping incomplete root zone change requests in confidence, ICANN has not performed open consultation on this matter.*

***What concerns or issues were raised by the community?***

*Any concerns or issues are raised within the public report that will be*

*published in conjunction with this action. This report will be published on the IANA website at <http://www.iana.org/> should the root zone change request has successfully completed final processing, usually 1-2 months after the Board's decision.*

***What significant materials did the Board review?***

*The Board is involved in assessing requests against a variety of public interest criteria. This criteria includes establishing the country-code is eligible (e.g. listed in the ISO 3166-1 standard); establishing the proposed manager is supported by the local Internet community; establishing the proposed operator is operationally and technically competent; establishing the proposed manager is based locally and bound under local law; establishing the proposed manager operates fairly and equitably; establishing that in cases there is a transfer of operations that an appropriate plan is in place to preserve ongoing stability of the domain; and establishing that the action is compatible with any applicable local laws and regulations. During the staff compilation process, the applicant is asked to provide a variety of materials in support of these various aspects. Pertinent information from these supplied materials and other staff research is provided to the Board, and published in a public report at the end of implementing an approved request.*

***What factors the Board found to be significant?***

*The Board considers factors described in the public report, in relation to the basic principles of country-code domain delegation described earlier.*

***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, and the local communities to which country-code top-level domains are designated to serve.*

***Are there fiscal 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 fiscal impact of the internal operations of country-code top-level domains within a country, other than ensuring the operator is based in country and has the appropriate mechanisms to allow the local Internet community to properly oversee the domain's ongoing operation.*

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

*For country-code top-level domain delegations, ICANN seeks to approve only such requests where reasonable concerns have been satisfactorily addressed, and the proposed new manager has demonstrated a sufficient level of operational and technical competency where such concerns should be minimal.*

**3. Public Comment Posting: Further Bylaws Changes for Revised PDP**

Ray Plzak requested modification to the resolution to assure that it referenced the GNSO's needs.

Without further discussion, the Chair then called for a vote and the Board took the following action:

Whereas, on 27 September 2011, the GNSO Council adopted the Updated Final Report (<http://gnso.icann.org/improvements/updated-final-report-pdpwt-28sep11.pdf>) of the Policy Development Process Working Team (PDP-WT), setting out a proposed new Annex A to the ICANN Bylaws and a Policy Development Process (PDP) Manual, in fulfilment of a directive to develop a new PDP that is more effective and responsive to the GNSO's needs.

Whereas, the Board adopted the new Annex A on 8 December 2011 and directed transition to the new PDP.

Whereas, additional Bylaws revisions are necessary to fully implement the new PDP, including definition of new voting thresholds set out in the PDP-WT Updated Final Report.

**Resolved** (2012.02.07.04). the ICANN Board approves the posting for public comment of further revisions to the ICANN Bylaws as necessary for the implementation of the new PDP.

**Fourteen Board members voted in favor of Resolution 2012.02.17.04. Erika Mann and Gonzalo Navarro were unavailable to vote on the resolution. The resolution carried.**

*Rationale for Resolution 2012.02.07.04*

*The further revision of the ICANN Bylaws is necessary for complete documentation of the transition to the new PDP as approved by the GNSO Council and the ICANN Board. To assure accountability to the ICANN community, the posting for public comment of the proposed Bylaws changes will allow for community input and transparency into the implementation steps. This action does not have an impact on ICANN's resources and will not have an impact on the security or stability of the DNS.*

**4. Reaffirmation of second round of applications in New gTLD Program**

***Prior to the consideration of this item, the following Board members and liaisons identified as having a potential conflict of interest related to the New gTLD Program were excused from the meeting: Sébastien Bachollet, Bertrand de La Chapelle, Steve Crocker, Ram Mohan, Thomas Narten, Bruce Tonkin and Suzanne Woolf.***

***The Board confirmed via roll call that the following Directors and Liaisons remained present: Rod Beckstrom, Cherine Chalaby, Chris Disspain, Heather Dryden, Bill Graham, Ray Plzak, R. Ramaraj, Thomas Roessler, George Sadowsky, Mike Silber, Judith Vasquez and Kuo-Wei Wu.***

***Cherine Chalaby was appointed as Interim Chair, and served in that role for the remainder of the meeting.***

The Interim Chair reviewed the proposed resolution with the Board, noting that the resolution came about after discussion among those Board members that had been identified as not having a conflict relating to the New gTLD Program. There was an opportunity for the Board members to review and comment on the resolution prior to the meeting. The Interim Chair then called for further discussion, if necessary.

Without further need for discussion, Ray Plzak then moved and Kuo-Wei Wu seconded the following resolution:

Whereas, the first application window for the New gTLD Program opened on 12 January 2012 and will close on 12 April 2012.

Whereas, the GNSO policy recommendations accepted by the Board on 26 June 2008 stated that ICANN should introduce new gTLDs in rounds.

Whereas, in the process of forming the New gTLD Program, ICANN has committed to undertake certain work prior to initiating a second round of an application window for the New gTLD Program.

**Resolved** (2012.02.07.05), ICANN is committed to opening a second application window for the New gTLD Program as expeditiously as possible.

**Resolved** (2012.02.07.06), the Board directs the CEO to publish a document describing the work plan required prior to initiating a second application window for the New gTLD Program, specifically addressing the GAC requirement for assessment of trademark protections and root zone operation, and identifying other prerequisites to the next round of new gTLDs.

**Resolved** (2012.02.07.07), the Board directs the CEO to continue working with the ICANN community to refine the work plan and address the prerequisites needed to open the second round of new gTLDs.

**Rod Beckstrom, Cherine Chalaby, Chris Disspain, Bill Graham, Ray Plzak, R. Ramaraj, George Sadowsky, Mike Silber, Judith Vasquez, and Kuo-Wei Wu. directors voted in favor of Resolutions 2012.02.07.05, 2012.02.07.06, and 2012.02.07.07. Sébastien Bachollet, Bertrand de La Chapelle, Steve Crocker,**

**Gonzalo Navarro, Erika Mann and Bruce Tonkin were unavailable to vote on the resolutions. The resolutions carried.**

*Rationale for Resolutions 2012.02.07.05 – 2012.02.07.07*

*In response to continued calls from the community regarding whether ICANN will proceed with additional rounds of applications for new gTLD applications, the Board takes this action to reaffirm ICANN's commitment to following the GNSO policy recommendations on the introduction of new gTLDs. Those recommendations included that new gTLDs should be introduced in rounds. ICANN has agreed to undertake work and study prior to the opening of another application window, and is working to remain accountable both to the GNSO policy recommendations as well as to the commitments for further work and study. These prerequisites include specifically addressing the GAC requirement for assessment of trademark protections and root zone operation. Though it will not be possible to identify a date certain for the opening of a second round of applications for the New gTLD Program, it is important to provide detail to the community regarding the specific work required.*

*The action directed in this resolution will not have any further impact on ICANN resources. In addition, the action required in this resolution will not impact the security or the stability of the DNS. Of course, part of ICANN's continued commitment in monitoring the impact of the introduction of new gTLDs includes the impact on the security and the stability of the DNS.*

After the vote was complete, the General Counsel and Secretary noted that the text of the resolution would be provided to the Board members and liaisons identified as having a potential conflict of interest at the same time that the text of the resolution was provided to the public.

Ray Plzak requested confirmation that there would be announcement of the resolution and a press release regarding the Board's decision, and sought information on the communications strategy.

The President and CEO confirmed that the communications team is already coordinating the announcement to be released at the same time as the resolution.

The meeting was then called to a close.

**2012-03-01b-Board Submission IRTP Part B PDP Rec #9  
part 2 Board Paper - FINAL - 29 February 2012**



**ICANN BOARD SUBMISSION NO. 2012-03-01b**

**TO:** ICANN Board of Directors  
**TITLE:** GNSO Council Recommendations IRTP Part B  
**PROPOSED ACTION:** Board Action to Approve

**EXECUTIVE SUMMARY:**

The Generic Names Supporting Organization (GNSO) unanimously approved at its meeting on 19 January 2011 Inter-Registrar Transfer Policy (IRTP) Part B Policy Development Process (PDP) Recommendation #9 part 2 and the accompanying staff proposal. This recommendation states that denial reason #7 of the IRTP should be replaced by adding a new provision in a different section of the IRTP on when and how domains may be locked or unlocked. The main elements of the proposed modifications are:

- Registrar may only impose a lock that would prohibit transfer of the domain name if it includes in its registration agreement the terms and conditions for imposing such lock and obtains express consent from the Registered Name Holder: and
- Registrar must remove the "Registrar Lock" status within five (5) calendar days of the Registered Name Holder's initial request, if the Registrar does not provide facilities for the Registered Name Holder to remove the "Registrar Lock" status

The proposed modifications to the IRTP can be found in redline form in the [ICANN Staff Proposal](#), which is included in the Annex.

Under the ICANN Bylaws, the Council's unanimous (supermajority) support for the motion obligates the Board to adopt the recommendation unless by a vote of more than 66%, the Board determines that the policy is not in the best interests of the ICANN community or ICANN.

The policy recommendations above, if approved by the Board, will impose new obligations on certain contracted parties. The GNSO Council's unanimous vote in favor of these items exceeds the voting threshold required at Article X, Section 3.9.f of the ICANN Bylaws regarding the formation of consensus policies.

The Annex to this submission provides the background and further details with regard to these recommendations.

**STAFF RECOMMENDATION:**

Staff recommends that the Board adopts the GNSO Policy Recommendation as a Consensus Policy modification to the Inter-Registrar Transfer Policy (IRTP). The recommendation, if implemented, would usefully clarify and enhance the IRTP, to the advantage of all parties concerned.

**PROPOSED RESOLUTION:**

WHEREAS on 24 June 2009, the GNSO Council launched a Policy Development Process (PDP) on the Inter-Registrar Transfer Procedure Part B (IRTP Part B) addressing five charter questions, set forth at <https://community.icann.org/display/gnsoirtpb/3.+WG+Charter>;

WHEREAS the PDP followed the prescribed PDP steps as stated in the Bylaws, resulting in a Final Report delivered on 30 May 2011;

WHEREAS the IRTP Part B Working Group (WG) reached full consensus on the recommendations in relation to each of the five issues outlined in the Charter;

WHEREAS the IRTP Part B WG has reached full consensus on the recommendations in relation to each of the five issues outlined above;

WHEREAS in relation to recommendation #9 part b, the GNSO Council resolved at its meeting on 22 June to request ICANN Staff to provide a proposal for a new provision on locking / unlocking of a domain name, taking into account the IRTP Part B WG deliberations in relation to this issue (see IRTP Part B Final Report - (Recommendation #9 - part 2). Upon review of the proposal, the GNSO Council will consider whether to approve the recommendation;

WHEREAS ICANN staff developed the proposal in consultation with the IRTP Part B Working Group which was put out for public comment (see <http://www.icann.org/en/public-comment/irtp-b-staff-proposals-22nov11-en.htm>);

WHEREAS comments were received from the Intellectual Property Constituency, and though received after the comment deadline were nonetheless considered by the GNSO Council, and the proposal was submitted to the GNSO Council;

WHEREAS the GNSO Council reviewed and discussed the ICANN Staff proposal in relation to IRTP Part B recommendation #9 part 2;

WHEREAS the GNSO Council unanimously adopted the recommendation and ICANN Staff proposal at its meeting on 19 January 2012 (see <http://gns0.icann.org/resolutions/#201201>);

WHEREAS the GNSO Council vote met and exceeded the required voting threshold to impose new obligations on ICANN contracted parties;

WHEREAS after the GNSO Council vote, a 21-day public comment period was held on the approved recommendations, and the comments have been summarized and considered (<http://www.icann.org/en/public-comment/irtp-b-rec9-part2-23jan12-en.htm>).

RESOLVED (2011.xx.xx.\_\_) the Board adopts the GNSO Council Policy Recommendations amending the Inter-Registrar Transfer Policy set forth at <http://www.icann.org/en/transfers/policy-en.htm>.

RESOLVED (2011.xx.xx\_\_) the CEO is to develop and complete an implementation plan for these Recommendations and continue communication with the community on such work.

## **RATIONALE FOR RESOLUTION:**

### ***Why is this issue addressed now?***

The Inter-Registrar Transfer Policy (IRTP) is a consensus policy that was adopted in 2004 which provides for a straightforward process for registrants to transfer domain names between registrars. The GNSO Council established a series of five Working Groups (Parts A through E) to review and consider various revisions to this policy. The IRTP Part B PDP is the second in a series of five scheduled PDPs addressing areas for improvements in the existing policy. The IRTP Part B Working Group has addressed five issues focusing on domain hijacking, the urgent return of an inappropriately transferred name, and lock status. Most of these recommendations have already been adopted by the GNSO Council and the ICANN Board. In relation to recommendation #9, part 2, a proposal from staff was requested. Following consultations with the IRTP Part B Working Group and a public comment forum on the Staff Proposal, GNSO Council approved IRTP Part B Recommendation #9, part 2 and the staff proposal unanimously at its meeting on 19 January 2012 (see <http://gns0.icann.org/resolutions/#201201>). The IRTP Part B PDP Final Report received unanimous consensus support from the IRTP Part B Working Group as well as the GNSO Council.

### ***What is the proposal being put forward for Board consideration?***

Recommendation #9 part 2 states that denial reason #7 of the IRTP should be replaced by adding a new provision in a different section of the IRTP on when and how domains may be locked or unlocked. The ICANN Staff proposal, taking into account the deletion of denial reason #7 as previously approved by the ICANN Board, proposes to expand the existing section 5 (EPP - based Registry Requirements for Registrars) of the IRTP to address "Registrar Lock Status". The proposed modifications to the IRTP can be found in redline form in the ICANN Staff Proposal on IRTP Part B Recommendation #9 part 2 which is included in the Annex. The main elements of the proposed modifications are:

- Registrar may only impose a lock that would prohibit transfer of the domain name if it includes in its registration agreement the terms and conditions for imposing such lock and obtains express consent from the Registered Name Holder: and
- Registrar must remove the "Registrar Lock" status within five (5) calendar days of the Registered Name Holder's initial request, if the Registrar does not provide facilities for the Registered Name Holder to remove the "Registrar Lock" status

***Outreach conducted by the Working Group to solicit views of groups that are likely to be impacted***

Public comment forums were held by the Working Group on the initiation of the PDP, the Initial Report, the proposed Final Report and the Staff Proposal on Recommendation 9 part 2 in addition to regular updates to the GNSO Council as well as workshops to inform and solicit the input from the ICANN Community at ICANN meetings (see for example, Brussels Meeting and San Francisco Meeting). Constituency / Stakeholder Group Statements were submitted (see <https://community.icann.org/display/gnsoirtpb/IRTP+Part+B>). All comments received were reviewed and considered by the IRTP Part B PDP WG (see section 6 of the IRTP Part B Final Report). In addition, as prescribed by the ICANN Bylaws, a public comment forum was held on the recommendations to be considered by the ICANN Board.

***What concerns or issues were raised by the community?***

Following the closing of the public comment forum on the staff proposal (no comments received) and the submission of the proposal to the GNSO Council, the Intellectual Property Constituency submitted a number of comments, which ICANN staff responded to and which were considered as part of the GNSO Council deliberations on the proposal. However, no further changes were deemed necessary to the recommendation and the Staff proposal and the subsequent motion adopting the recommendation and the staff proposal were adopted unanimously.

***What significant materials did the Board review?***

The Board reviewed the GNSO Council Recommendations Report to the Board, as well as the summary of public comments and Staff's response to those comments.

***What factors the Board found to be significant?***

The recommendation was developed by the IRTP Part B Working Group following the GNSO Policy Development Process as outlined in Annex A of the ICANN Bylaws and has received the unanimous support from the GNSO Council. As outlined in the ICANN Bylaws, the Council's unanimous (supermajority) support for the motion obligates the Board to adopt the recommendation unless by a vote of more than 66%, the Board determines that the policy is not in the best interests of the ICANN community or ICANN. In addition, transfer related issues are the number one area of complaint according to data from ICANN Compliance. Improvements to the IRTP have the potential to reduce the number of complaints, in addition to providing clarity and predictability to registrants as well as registrars.

***Are there positive or negative community impacts?***

Improvements to the IRTP have the potential to reduce the number of complaints, in addition to providing clarity and predictability to registrants as well as registrars. Adoption of the recommendations will require changes in processes for registrars, but these are considered to have a minimum impact and necessary in order to address the issues that are part of this Policy Development Process. The recommendations, if implemented, would usefully clarify and enhance the IRTP, to the advantage of all parties concerned.

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

Apart from those changes required in process for registrars as outlined above, no other fiscal impacts or ramifications on ICANN; the community; and/or the public are expected.

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

There are no security, stability, or resiliency issues related to the DNS if the Board approves the proposed recommendations.

Submitted by:	David Olive; Marika Konings
Position:	Vice President Policy Support; Senior Policy Director
Date Noted:	29 February 2012
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**2012-03-01c-Board Submission PDP-Bylaws-Board  
Paper - Final - 29 February 2012[1]**



**ICANN BOARD SUBMISSION NO. 2012-03-01c**

**TO:** ICANN Board of Directors  
**TITLE:** Further Bylaws Changes Following the Adoption of the Revised Generic Names Supporting Organization (GNSO) Policy Development Process (PDP)  
**PROPOSED ACTION:** Board Action to Approve

**EXECUTIVE SUMMARY:**

Following the adoption of the revised GNSO Policy Development Process (PDP) by the ICANN Board in December 2011, it is recommended that further changes are made to Article X, Section 3.9 of the ICANN Bylaws which sets out the voting thresholds that apply to a GNSO PDP. A number of new voting thresholds were introduced in the revised PDP, such as for the adoption of a PDP Charter, termination of a PDP and modification of approved PDP recommendations, which are recommended for addition to this specific section. Furthermore, a new definition of a GNSO Supermajority has been included as adopted by the GNSO Council on the recommendation of the PDP Work Team. In addition, following the adoption of new practices for public comment periods (see <http://www.icann.org/en/public-comment/>), a small modification to Annex A of the ICANN Bylaws is proposed to ensure that these do not conflict with the practices for public comment periods in effect within ICANN. As directed by the ICANN Board, a public comment forum was opened on these proposed changes. To date (23 February 2012), no comments have been submitted. The public comment forum is due to close on 2 March 2012. In the event that comments are received and a reply cycle is initiated, this paper will be withdrawn.

The Annex to this submission provides an overview of the proposed changes to the ICANN Bylaws in redline form.

**STAFF RECOMMENDATION:**

Staff recommends that the Board approve the proposed revisions to GNSO-related Bylaws as these bring Article X, Section 3.9 of the ICANN Bylaws in line with the

revised GNSO PDP as outlined in Annex A of the ICANN Bylaws and the GNSO PDP Manual which were adopted unanimously by the GNSO Council and the ICANN Board. In addition, the small modification to Annex A ensures that these do not conflict with the practices for public comment in effect within ICANN.

**PROPOSED RESOLUTION:**

Whereas, on 27 September 2011, the GNSO Council adopted the Updated Final Report (<http://gnso.icann.org/improvements/updated-final-report-pdpwt-28sep11.pdf>) of the Policy Development Process Working Team (PDP-WT), setting out a proposed new Annex A to the ICANN Bylaws and a Policy Development Process (PDP) Manual, in fulfilment of a directive to develop a new PDP that is more effective and responsive to ICANN's needs.

Whereas, the Board adopted the new Annex A on 8 December 2011 and directed transition to the new PDP.

Whereas, additional Bylaws revisions are necessary to fully implement the new PDP, including definition of new voting thresholds set out in the PDP-WT Updated Final Report.

Whereas, a public comment forum was opened on these proposed changes on 10 February and [X] comments were received.

Whereas, the ICANN Board reviewed the proposed changes and the comments submitted.

RESOLVED (2012.01.16.xx) the ICANN Board approves the further revisions to the ICANN Bylaws as necessary for the implementation of the new PDP.

**PROPOSED RATIONALE**

The further revision of the ICANN Bylaws is necessary for complete documentation of the transition to the new PDP as approved by the GNSO Council and the ICANN Board. To assure accountability to the ICANN community, the proposed changes were

posted for public comment to allow for community input and transparency into the implementation steps (see <http://www.icann.org/en/public-comment/bylaws-amend-gnso-pdp-10feb12-en.htm>). This action does not have an impact on ICANN's resources and will not have an impact on the security or stability of the DNS.

Submitted by:	David Olive / Marika Konings
Position:	Vice President Policy Support; Senior Policy Director
Date Noted:	29 February 2012
Email and Phone Number	David.Olive@icann.org; Marika.konings@icann.org

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**2012-03-01e-Board Cover Letter SSAC New-Departing  
Members February 2012[1]**



28 February 2012

To: ICANN Board  
From: The SSAC Chair  
Via: The SSAC Liaison to the ICANN Board

The purpose of this letter is to bring you up-to-date on proposed changes to the membership of the Security and Stability Advisory Committee (SSAC) and to provide an explanation for the attached requests for Board actions. These changes are the result of ongoing new member evaluations conducted by the SSAC Membership Committee and approved by the SSAC. In addition, these changes reflect the departure of one SSAC member.

The SSAC Membership Committee considers new member candidates and makes its recommendations to the SSAC. The SSAC has agreed with the Membership Committee's recommendation to appoint two new members: Robert Guerra and Julie Hammer. Robert Guerra is a special adviser to the Citizen Lab at the Munk School of Global Affairs at the University of Toronto and co-founder of Privaterra. Robert was previously a member of the SSAC from 2009 to 2010. Robert would bring to the SSAC a civil society perspective in addition to his broad technical experience. Julie Hammer is an independent director on the Board of auDA, the Australian ccTLD. Julie would bring to the SSAC a broad experience in security issues. Thus, the SSAC Membership Committee respectfully requests that the Board appoint Robert Guerra and Julie Hammer to the SSAC. Attached are their resumes for your reference.

In addition, on 31 January 2012 Xiaodong Lee resigned from the SSAC. The Board appointed Xiaodong to the SSAC on 25 June 2010. We are grateful for Xiaodong's service to the SSAC and wish him well in his professional endeavors. We request the Board to extend an expression of thanks to Xiaodong on behalf of the SSAC.

The SSAC welcomes comments from the Board concerning these requests.

Patrik Fältström, SSAC Chair

**2012-03-01e-ICANN Board Submission for SSAC  
Appointments Robert Guerra and Julie Hammer  
February 2012**

## ICANN BOARD SUBMISSION NO. 2012-03-01e

**TITLE:** **Appointment of Robert Guerra and Julie Hammer to the Security & Stability Advisory Committee**

**PROPOSED ACTION:** For Consent Agenda

**EXECUTIVE SUMMARY:**

The Chair of the Security and Stability Advisory Committee respectfully requests the appointment of Robert Guerra and Julie Hammer as new Committee members.

**COMMITTEE RECOMMENDATION:**

The Committee desires the appointment of Robert Guerra and Julie Hammer to the Security and Stability Advisory Committee.

**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 Robert Guerra and Julie Hammer to the SSAC.

It is resolved (20XX.xx.xx.xx) that the Board appoints Robert Guerra and Julie Hammer to the SSAC.

**PROPOSED RATIONALE:**

The SSAC is a diverse group of individuals whose expertise in specific subject matters enables the SSAC to fulfil 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 domain name

system.

The SSAC's continued operation as a competent body is dependent on the accrual of talented subject matter experts who have consented to volunteer their time and energies to the execution of the SSAC mission. Robert Guerra is a special adviser to the Citizen Lab at the Munk School of Global Affairs at the University of Toronto and co-founder of Privaterra. Robert was previously a member of the SSAC from 2009 to 2010. Robert would bring to the SSAC a civil society perspective in addition to his broad technical experience. Julie Hammer is an independent director on the Board of auDA, the Australian ccTLD. Julie would bring to the SSAC a broad experience in security issues.

Submitted by:	Ram Mohan, SSAC Liaison to the Board
Position:	Liaison to the ICANN Board from the Security & Stability Advisory Committee
Date Noted:	22 February 2012
Email:	rmohan@afilias.info

**2012-03-01e-ICANN Board Submission for SSAC  
Departing Member Xiaodong Lee February 2012**

## **ICANN BOARD SUBMISSION NO. [To be assigned by Secretary]**

**TITLE:** Thank You from Security and Stability Advisory Committee to Xiaodong Lee

**PROPOSED ACTION:** For Consent Agenda

### **EXECUTIVE SUMMARY:**

On 25 June 2010 the ICANN Board approved the appointment of Xiaodong Lee to the Security and Stability Advisory Committee (SSAC). On 31 January 2012 Xiaodong resigned from the SSAC.

### **COMMITTEE RECOMMENDATION:**

The Committee wishes to formally thank Xiaodong Lee for his work while a member of the SSAC.

### **PROPOSED RESOLUTION:**

Whereas, Xiaodong Lee was appointed to the ICANN Security and Stability Advisory Committee on 25 June 2010.

Whereas, ICANN wishes to acknowledge and thank Xiaodong Lee for his service to the community by his membership on the Security and Stability Advisory Committee.

**Resolved** (2011.xx.xx.xx), that Xiaodong Lee has earned the deep appreciation of the Board for his service to ICANN by his membership on the Security and Stability Advisory Committee, and that the Board wishes Xiaodong Lee well in all future endeavours.

### **PROPOSED RATIONALE:**

It is the practice of the SSAC to seek Board recognition of the service of Committee members upon their departure.

Submitted by: Ram Mohan  
Position: Liaison to the ICANN Board from the Security and  
Stability Advisory Committee  
Date Noted: 22 February 2012  
Email: rmohan@afilias.info



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## **New gTLD Program Committee Charter**

*(As approved by the ICANN Board of Directors on \_\_ March 2012)*

### **I. Purpose**

Making strategic and financial decisions relating to ICANN's New generic Top-Level Domain Program (the "New gTLD Program").

### **II. Scope of Responsibilities.** In fulfilling its Purpose as set forth above, the New gTLD Program Committee has all the powers of the Board, subject to any limitations in law, the Articles of Incorporation, Bylaws or ICANN's Conflicts of Interest Policy, including, without limitation, the following:

- A. Overseeing Board-level issues and exercising Board-level authority for any and all issues that may arise relating to the New gTLD Program for which the Board would otherwise have oversight authority;
- B. Approving amendments to, or modification of, the Guidebook and all attachments thereto for which approval would otherwise be required by the Board;
- C. Receiving input or advice from ICANN's Governmental Advisory Committee and other stakeholders, as appropriate, relating to New gTLD applications;
- D. Resolving issues relating to the approval of applications and the delegation of gTLDs pursuant to the New gTLD Program; and
- E. Approving the expenditure of resources necessary to administer the New gTLD Program.

### **III. Composition**

The Committee shall be comprised of all of the voting Board directors who are not conflicted with respect to new gTLDs who the Board approves as Committee members, each of whom shall comply with the Conflicts of Interest Policy. All of the Board liaisons who are not conflicted with respect to new gTLDs and are approved by the Board will serve as liaisons to the Committee, each of whom shall comply with the Conflicts of Interest Policy. Committee members and liaisons must not have any actual, potential or apparent conflict of interest related to the New gTLD Program, as determined by the designated non-conflicted Board Governance Committee members and agreed by the Board. The voting Board directors shall be the voting members of the Committee. The members of the Committee shall serve at the discretion of the Board. If a Committee member or liaison develops an actual, potential or apparent conflict as to the New gTLD

Program, such member shall be deemed to have offered his or her resignation from the Committee or service as a liaison to the Committee.

Unless a Committee Chair is appointed by the Board, the members of the Committee may designate its Chair from among the voting members of the Committee by majority vote of the full Committee membership.

The Committee may choose to organize itself into subcommittees to facilitate the accomplishment of its work. The Committee may seek approval and budget from the Board for the appointment of consultants and advisers to assist in its work as deemed necessary, and such appointees may attend the relevant parts of the Committee meetings.

#### **IV. Meetings**

The Committee shall meet as frequently as it deems necessary to carry out its responsibilities. The Committee's meetings may be held by telephone and/or other remote meeting technologies. Meetings may be called upon no less than forty-eight (48) hours notice by either (i) the Chair of the Committee or (ii) any two members of the Committee acting together, provided that regularly scheduled meetings generally shall be noticed at least one week in advance.

#### **V. Voting and Quorum**

A majority of the voting members of the Committee shall constitute a quorum. Voting on Committee matters shall be on a one vote per member basis. When a quorum is present, the vote of a majority of the voting Committee members present shall constitute the action or decision of the Committee. Any action taken by the Committee may be taken without a meeting if all the voting Committee members entitled to vote on the action, individually or collectively, consents in writing to such action in accordance with applicable law.

#### **VI. Records of Proceedings**

A preliminary report with respect to actions taken at each meeting (telephonic or in-person) of the Committee shall be recorded and distributed to committee members within two working days or as soon as practicable thereafter, and meeting minutes shall be posted promptly following approval by the Committee.

#### **VII. Review**

The Committee shall conduct a self-evaluation of its performance on an annual basis and share a report on such self-evaluation with the full Board and shall recommend to the full Board changes in membership, procedures, or responsibilities and authorities of the Committee if and when deemed appropriate. Performance of the Committee shall also be formally reviewed as part of the periodic independent review of the Board and its Committees.

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