

2012-06-23-NoticeBDMtg

Directors and Liaisons,

Attached below please find the Notice of date and time for two Regular Meetings of the ICANN Board of Directors:

23 June 2012 – Regular Meeting of the ICANN Board of Directors --
at approximately 15:00 UTC – This Board meeting is estimated to last
1.0 hour.

Some other time zones:

23 June 2012 – 8:00 AM PDT Los Angeles

23 June 2012 – 5:00 PM CEST Brussels

23 June 2012 – 11:00 AM Washington, D.C.

24 June 2012 - 1:00 AM Sydney

<http://www.timeanddate.com/worldclock/fixetime.html?iso=20120623T15&ah=1>

MATERIALS - SPECIAL NOTE – Following on the changes that were recently made to the Materials, they have been broken into two separate books – included in the Board Book (along with the notice) and call information) is a more concisely formatted set of board papers. The last part – titled “Additional Materials” is a separate board book, available on Board Vantage which includes additional materials and exhibits that are related to some of the papers where board members would like to explore additional information on many of the topics.

MATERIALS -- All Materials are available on www.boardvantage.com <<http://www.boardvantage.com/> <<http://www.boardvantage.com/>> > , if you have trouble with access, please let us know and we will work with you to assure that you can use the BoardVantage Portal for this meeting.

The materials are all available in two board books from BoardVantage, if you are unable to access, it can be mailed to you directly.

If you have any questions, or we can be of assistance to you, please let us know.

If call information is required, it will be distributed separately

If you have any questions, or we can be of assistance to you, please let us know.

John Jeffrey

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2012-06-23-AgendaTable

AGENDA – 19 January 2012 BOARD Meeting – 2 hours

Time, etc.	Agenda Item	Presenter	Expected Action	Potential Conflict of Interest*** See Note Below
<ul style="list-style-type: none"> • 10 mins • Assembly, Roll Call & Consent Agenda 	1. Consent Agenda			
	1.1. Minutes of 14 March 2012 ICANN Special Board Meeting	John Jeffrey	Approval	
	1.2. Minutes of 14 March 2012 ICANN Special Board Meeting	John Jeffrey	Approval	
	1.3. Minutes of 15 March 2012 ICANN Special Board Meeting	John Jeffrey	Approval	
	1.4. Minutes of 16 March 2012 ICANN Special Board Meeting	John Jeffrey	Approval	
	1.5. Minutes of 28 March 2012 ICANN Special Board Meeting	John Jeffrey	Approval	

AGENDA – 19 January 2012 BOARD Meeting – 2 hours

Time, etc.	Agenda Item	Presenter	Expected Action	Potential Conflict of Interest*** See Note Below
	1.6. Minutes of 10 April 2012 ICANN Special Board Meeting	John Jeffrey	Approval	
	Item Removed from Agenda			
	1.8. Delegation of عمان (Oman)	Kuo-Wei Wu, Elise Gerich, Kim Davies	Approval	
	1.9 SSAC Report on Dotless Domains	Ram Mohan	Approval	
	1.10 Ombudsman Regular Meetings with the Board	Bruce Tonkin, Amy Stathos	Approval	
	1.11 GNSO Improvements Program Wrap-Up/June 2012	David Olive	Approval	
	1.12 NomCom Transparency Guidelines	Bruce Tonkin	Approval	

AGENDA – 19 January 2012 BOARD Meeting – 2 hours

Time, etc.	Agenda Item	Presenter	Expected Action	Potential Conflict of Interest*** See Note Below
	1.13 .post RSEP Request	Kurt Pritz	Approval	
<ul style="list-style-type: none"> • 50 mins • Approval, Discussion & Decision 	2. Main Agenda			
	2.1. Renewal of .com	Kurt Pritz	Approval	
	2.2 FY13 Budget & Operating Plan	Cherine Chalaby, Xavier Calvez	Approval	
	2.3 Location of April 2013 ICANN Public Meeting	Sebastien Bachollet, Nick Tomasso	Approval	
	2.4 WHOIS Policy Review Team Final Report	Denise Michel	Approval	
	3. Any Other Business			

2012-06-23-Resolutions-BdMtg



1. Consent Agenda

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

1. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
2. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
3. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
4. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
5. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
6. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.
7. Resolved (2012.06.23.xx), the Board approves the minutes of the 14 March 2012 ICANN Board Meeting.

8. Delegation of عمان (Oman)

Whereas, عمان ("Oman"), encoded as "xn--mgb9awbf", is a string that has been deemed to appropriately represent Oman through the IDN Fast Track process.

Whereas, ICANN has received a request for delegation of عمان to the Telecommunications Regulatory Authority (TRA).

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.

It is hereby resolved (2012.06.23.xx), that the proposed delegation of the عمان domain to the Telecommunications Regulatory Authority (TRA) is approved.

Rationale for Resolution 2012.06.23.xx

Why the Board is addressing the issue now?

ICANN presents delegation and redelegation requests for country-code domains to the Board for decision once 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 Meeting.

What is the proposal being considered?

The proposal is to approve a request to the IANA function 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 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, in a timely manner following 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 that: the country-code is eligible (e.g. listed in the ISO 3166-1 standard); the proposed manager is supported by the local Internet community; the proposed operator is operationally and technically competent; the proposed manager is based locally and bound under local law; the proposed manager operates fairly and equitably; that in cases there is a transfer of operations that an appropriate plan is in place to preserve ongoing stability of the domain; and 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 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 redelegations 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 function, and the delegation 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.

9. SSAC Report on Dotless Domains

Whereas, the delegation of TLDs in a way that promotes security and a good user experience is a longstanding topic of importance to ICANN's Board and the global Internet community.

Whereas, on 23 February 2012, the ICANN Security and Stability Advisory Committee (SSAC) published SAC 053: SSAC Report on Dotless Domains.

Whereas, the SSAC report concluded that the ways in which domain names are interpreted in different contexts would lead to unpredictable and unexpected dotless domain behaviour.

RESOLVED (2012.06.23.xx), the Board hereby acknowledges the receipt the SAC 052, and thanks the members of SSAC and all other contributors for their efforts in the creation of the report.

Resolution Text Superseded

Rationale for Resolution 2012.06.23.xx

SSAC studied the dotless domain issue due to potential user harm and user experience problems due to non-uniform implementations. As this issue is relevant in both nTLD and IDN ccTLDs, both of which are increasing in numbers, the SSAC recommends that the use of certain types of Resource Records (RRs) in the root is considered undesirable.

After the publication of SAC 053, the SSAC consulted with ICANN stakeholders (e.g., gNSO) in Costa Rica, as a result, some implementation questions were raised, (e.g., how long the prohibition period should be, what is the necessary and sufficient condition that it could be allowed). As a result, SSAC deemed further technical and community consultations are needed. Undertaking this work now is important due to the potential gTLD decisions/rollouts likely in 2013.

The board's receipt of this paper and direction for review of potential implementation issues is in furtherance of ICANN's accountability to the community, as ICANN is responding to the work of one of its advisory committees. This action is not expected to have an impact on ICANN's resources, and directing this work to be done may result in implementation plans that could positively improve the security or stability of the DNS.

Section 2.2.3.3 of the Applicant Guidebook states that the only permissible DNS Resource Records for the apex in a TLD zone (i.e., the TLD-string itself) are: SOA, NS, and related DNSSEC records. This effectively prohibits dotless domain names. The same section also states, "An applicant wishing to place any other record types

into its TLD zone should describe in detail its proposal in the registry services section of the application. This will be evaluated and could result in an extended evaluation to determine whether the service would create a risk of a meaningful adverse impact on security or stability of the DNS.” The process for consideration of new registry services is described in the new registry agreement. This combination would probably serve to bar dotless domain in new gTLDs but this is not fully clear.

10. Ombudsman Regular Meetings with Board

Whereas, the Accountability and Transparency Review Team’s (ATRT) Recommendation 24 related to the assessment of the relationship between the Board and the Ombudsman and to ensure that activities are in compliance with recognized standards.

Whereas, after his appointment in late 2011, the ICANN Ombudsman undertook a review of his office and function in accordance with the ATRT Recommendation.

Whereas, while the Office of the Ombudsman reports to the Board as a whole, a formal and regular meeting schedule is not currently in place.

Whereas, the Ombudsman recommended to the Board Governance Committee (BGC) that a regular meeting schedule be established, possibly through a committee of the Board.

Whereas, the BGC recommended that Executive Committee regularly meet with the Ombudsman on current investigation issues and the Compensation Committee regularly meet with the Ombudsman relating to his performance and compensation issues.

Whereas, notwithstanding the Executive and Compensation Committees’ liaison roles, the Ombudsman may provide reports

to the full Board if consideration or action by the full Board is necessary.

Resolved (2012.06.23.xx), the Executive Committee shall regularly meet with the Ombudsman on current investigation issues and the Compensation Committee shall regularly meet with the Ombudsman relating to his performance and compensation. Any Ombudsman reports that require the full Board's attention shall be provided to the Board as a whole, as needed as determined in consultation with the Executive Committee and the Ombudsman.

Rationale for Resolution 2012.06.23.xx

The Board's action is in furtherance of its accountability and transparency efforts and continued implementation of the ATRT recommendations. As a result of the Ombudsman's review of the operations of his office and the relationship with the Board, he recommended the implementation of a regular meeting schedule, which is established through this resolution. While establishing this regular meeting structure, this action maintains the Board's relationship with the Ombudsman and makes clear that the Board should continue to review reports that require the full Board's consideration or attention.

This action is not anticipated to have any fiscal impact on ICANN, nor is it expected to have an impact on the security, stability or resiliency of the domain name system.

11. GNSO Improvements Program Wrap-Up/June 2012

WHEREAS, the GNSO Improvements Program was conceived following publication of the Board Governance Committee (BGC) Report on GNSO Improvements in February 2008;

WHEREAS, the BGC recommended a series of specific and substantial improvements initiatives organized into five major areas: (1) Restructure the GNSO/Council; (2) Adopt a Working

Group Model; (3) Revise the Policy Development Process; (4) Enhance & Support Stakeholder Groups and Constituencies; and (5) Improve Communications and Coordination among ICANN Structures;

WHEREAS, community preparation and planning activities began in May 2008 and, primarily through the work of two Steering Committees, five Work Teams, and over a hundred participants, the Program has substantially developed the structures, policies, procedures, and disciplines designed to achieve long-term improvement in all five target areas;

It is RESOLVED that the Board acknowledges the outstanding accomplishments of the GNSO Improvements Program and recognizes the positive effects of the structural, operational, and process improvements successfully implemented within the GNSO over the past four years. The Board thanks the GNSO Council, the Steering Committees, Work Teams, volunteers, and Staff members who invested considerable time, effort, and commitment toward achieving the original vision of the Board Governance Committee. The Board looks forward to continued improvement in the GNSO.

Rationale for Resolution 2012.06.23.xx

The GNSO is the primary engine in the ICANN community for fashioning, recommending changes, and making modifications to generic top-level domain policies. At its core, the objective of the GNSO review process has been to identify ways to improve the inclusiveness and representativeness of the GNSO's work while increasing its effectiveness and efficiency.

The multi-year GNSO review process has been guided by several key objectives, including: maximizing the ability for all interested stakeholders to participate in the GNSO's processes; ensuring recommendations can continue to be developed on gTLD "consensus policies" for Board review, and that the subject matter of "consensus policies" is clearly defined;

ensuring policy development processes are based on thoroughly-researched, well-scoped objectives, and are run in a predictable manner that yields results that can be implemented effectively; and improving communications and administrative support for GNSO objectives.

The GNSO Improvements approved by the Board, and implemented by the GNSO community and ICANN staff over the past several years have focused on five main areas:

Adopting a Working Group Model: *A working group model should become the focal point for policy development and enhance the policy development process by making it more inclusive and representative, and – ultimately – more effective and efficient.*

Revising the PDP: *The GNSO’s policy development process (PDP) needs to be effective and responsive to ICANN's policy development needs. It should be brought in-line with the time and effort actually required to develop policy, and made consistent with ICANN's existing contracts.*

Restructuring the GNSO Council: *The Council should move away from being a legislative body concerned primarily with voting towards becoming a smaller, more focused strategic entity, composed of four broad stakeholder groups, with strengthened management and oversight of the policy development process.*

Enhancing Constituencies: *Constituency procedures and operations should become more transparent, accountable and accessible .*

Improving Communication and Coordination with ICANN

Structures: *There should be more frequent contact and effective communication between the GNSO Council, GNSO constituencies and the members the Council elects to the Board, and among the Chairs of the GNSO, other Supporting Organizations (SOs) and Advisory Committees (ACs)*

The GNSO Improvements implemented by the GNSO community and ICANN Staff have addressed these key issue areas and merit recognition at this time. The Board understands that “improving” the structures and processes of its various communities is a

constant, continuing and ongoing process and that a new independent review process of the GNSO is expected to be initiated next year.

12. NOMCOM TRANSPARENCY GUIDELINES

Whereas, the Accountability and Transparency Review Team has recommended that the Board and Nominating Committee (NomCom) should increase the transparency of the NomCom's deliberations and decision-making process.

Whereas, the Board Governance Committee (BGC) has developed and shared some suggested Guidelines with the current NomCom. Whereas, the current NomCom has had the opportunity to review and comment on the Guidelines.

Resolved (2012-06-xx.xx), the Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities are approved and all Nominating Committees are required to comply with these Guidelines.

Resolved (2012-06-xx.xx), the Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities shall be posted in the appropriate location on the NomCom website.

Rationale for Resolution 2012.06.23.xx

ICANN is committed to the transparency, to the extent feasible, of all decision-making processes that impact the ICANN community. The Nominating Committee (NomCom) is a key part of the process in that the NomCom selects important leadership positions within ICANN's Supporting Organizations, Advisory Committees and Board. The community is entitled to have a clear and thorough understanding of the NomCom selection process, to the extent providing that information does not violate any rules of privacy or confidentiality.

Recognizing the importance of transparency in the NomCom processes, ATRT Recommendation No. 3, which was approved by the Board, stated: "Board & NomCom should increase transparency of NomCom's deliberations & decision-making process; e.g. explain timeline, skill-set criteria before process starts, & explain choices made at the end." The Board assigned this particular ATRT Recommendation to the BGC for managing. Noting that each NomCom is empowered to create its own procedural rules, the BGC deemed that creating a limited and focused set of Guidelines for all NomCom's to follow would be the most effective way to address ATRT Recommendation No. 3.

This resolution will have a positive impact on ICANN and the community as it will provide greater transparency into the NomCom activities. There will not be any fiscal impact or any impact on the security, stability or resiliency of the domain name system.

13. .Post RSEP Request

Whereas, UPU submitted a Request pursuant to ICANN's Registry Services Evaluation Policy to to release and allocate previously-reserved TLD names in second- and higher-level .POST registrations.

Whereas, ICANN evaluated the proposed amendment to the .POST Registry Agreement as a new registry service pursuant to the Registry Services Evaluation Policy, did not identify any security, stability or competition issues, and posted an amendment for public comment and Board consideration (<http://www.icann.org/en/news/public-comment/post-amendment-2012-09apr12-en.htm>).

Whereas, the potential issues cited during the public comment period and by ICANN were addressed by UPU's responses.

Whereas, the restriction UPU seeks to release no longer exists in the new gTLD Agreement.

RESOLVED (2012.06.23.xx) the amendment to request to release and allocate previously-reserved TLD names to second- and higher-level .POST sTLD registrations is approved, and the CEO and General Counsel are authorized to take actions to implement the amendment.

Rationale for Resolution 2012.06.23.xx

ICANN's stakeholder relations, legal, and technical teams reviewed the RSEP proposal for competition and DNS stability issues and found none.

This restriction does not appear in the new gTLD draft registry agreement. (This is the first time an existing registry has requested to remove the restriction on registering other existing TLD strings at the second level.)

Lifting the restrictions follows the recommendations of the GNSO Reserved Names Working Group that found the restriction no longer necessary.

Several existing registries (i.e. .COM .NET .ORG) already have many of the reserved names registered before the rule was implemented.

ICANN held a public comment period from 9 April 2012 to 30 May 2012. UPU addressed the comments during the reply period. The summary of the comments and UPU's reply is available below.

2. Main Agenda

1. .Com Renewal

Whereas, the current .com Registry Agreement is due to expire on 30 November 2012.

Whereas, Section 4.2 of the current .com Registry Agreement provides that the Agreement shall be renewed upon the expiration of the initial term so long as certain requirements are met, and that upon renewal, in the event that certain terms of this Agreement are not similar to the terms generally in effect in the Registry Agreements of the five largest gTLDs (determined by the number of domain name registrations under management at the time of renewal), renewal shall be upon terms reasonably necessary to render the terms of this Agreement similar to such terms in the Registry Agreements for those other gTLDs.

Whereas, the proposed .com renewal Registry Agreement includes modified provisions to bring the .com Registry Agreement into line with other comparable agreements (e.g., .biz, .info, .net, .org), including modifications to terms such as functional and performance specifications, Whois, indemnification, and broad audit provisions.

Whereas, ICANN commenced a public comment period on the proposed .com renewal Registry Agreement on 27 March 2012 (see, <<http://www.icann.org/en/news/public-comment/com-renewal-27mar12-en.htm>>) that was closed on 17 May 2012. Whereas, ICANN received 40 comments from 34 different commenters addressing subjects such as rights protection mechanisms, thick Whois, Whois protocol replacement, application of subsequent policies ratified by ICANN, equivalent registry contracts, chief compliance officer, single-character registrations, presumptive renewal and pricing provisions, competitive contract bidding and a summary and analysis of those comments was prepared and provided to the Board.

Whereas, no revisions to the proposed .com renewal Registry Agreement are necessitated after taking into account the thoughtful and carefully considered comments received. Whereas, the proposed .com renewal Registry Agreement includes significant improvements in security and stability as compared to the current .com Registry Agreement.

Resolved (2012.06.23.XX), the proposed renewal .com Registry Agreement is approved, and the CEO and the General Counsel are authorized to take such actions as appropriate to implement the agreement.

Rationale for Resolution 2012.06.23.xx

Why the Board is addressing the issue now?

The .com Registry Agreement is due to expire on 30 November 2012.

What is the proposal being considered?

In accordance with the renewal provisions of the current .com Registry Agreement, the proposed .com renewal Registry Agreement includes modified provisions to bring .com into line with other comparable agreements (e.g. .biz, .info, .net, and .org), including modifications to terms such as functional and performance specifications, Whois, indemnification, and broad audit provisions. In addition to the changes to bring .com into conformance with other agreements, Verisign has requested a change to give more flexibility for the registry to take action to prevent the registration of particular domain names when necessary in order to protect the security and stability of the DNS and the Internet – such as the actions that were taken by Verisign and other registries in coordination with ICANN in order to mitigate the threat from the Conficker virus.

Which stakeholders or others were consulted?

ICANN conducted a public comment period on the proposed .com renewal Registry Agreement from 27 March 2012 through 17 May 2012, following which time the comments were summarized and analyzed for Board review.

What concerns or issues were raised by the community?

Various members of the community raised the concerns summarized in the aforementioned analysis, including concerns with respect to rights protection mechanisms, thick Whois, Whois protocol replacement, application of subsequent policies ratified by ICANN, equivalent registry contracts, chief compliance officer, single-character registrations, presumptive renewal and pricing provisions, competitive contract bidding.

What significant materials did the Board review?

The Board reviewed the proposed .com Renewal Registry Agreement and its Appendices, as well as the summary of public comments and Staff's response to those comments.

What factors the Board found to be significant?

The Board carefully considered the public comments and the Staff recommendation with respect to those comments. The Board considered ICANN's contractual obligations with respect to the current .com Registry Agreement in reaching this decision, specifically that the agreement must be renewed absent certain uncured breaches by the registry operator and that certain terms of the renewal are required to conform to existing comparable gTLD registry agreements.

Are there positive or negative community impacts?

As part of the renewal process, ICANN conducted a review of Verisign's recent performance under the current .com Registry Agreement. The compliance review covered areas including: DNS availability; equal Registrar access to the SRS; bulk zone file access; payment of required fees; and submission of monthly reports. Verisign was found to have met its contractual requirements (see <http://www.icann.org/en/resources/compliance/reports/operator-verisign-com-27mar12-en.pdf>). Evidence indicates that the community can expect that good performance to continue.

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

There is no fiscal impact expected if ICANN approves the proposed .com renewal Registry Agreement. The provisions regarding registry-level fees and pricing constraints are consistent with the new gTLD base agreement and the current major gTLDs.

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

There are no expected security, stability, or resiliency issues related to the DNS if ICANN approves the proposed .com renewal Registry Agreement. The proposed agreement in fact includes terms intended to allow for swifter action in the event of certain threats to the security or stability of the DNS.

2. Adoption of the FY13 Operating Plan and Budget

Whereas, on 6 May 2012, ICANN's Board approved an update to the Strategic Plan: <http://www.icann.org/en/planning/>.

Whereas, the Framework for the FY13 Operating Plan and Budget was posted in on 17 January 2012 for community consultation and was presented during several webinars.

Whereas, community consultations were held to discuss and obtain feedback on the Initial Framework.

Whereas, the draft FY13 Operating Plan and Budget was posted for public comment in accordance with the Bylaws on 1 May 2012 based upon the Framework for the FY13 Operating Plan and Budget, community consultation, and consultations with the Board Finance Committee. <http://www.icann.org/en/public-comment/#op-budget-fy12>.

Whereas, ICANN has actively solicited further community feedback and consultation with the ICANN community through online conference calls, meetings in San Jose, and email communication.

Whereas, the ICANN Board Finance Committee has discussed, and guided staff on, the development of the FY13 Operating Plan and Budget at each of its regularly scheduled meetings.

Whereas, the ICANN Board Finance Committee met in Prague on 23 June 2012 to discuss the FY13 Operating Plan and Budget, and recommended that the Board adopt the FY13 Operating Plan and Budget.

Resolved (2012.06.23.XX), the Board adopts the FY13 Operating Plan and Budget [INSERT URL].

Rationale for Resolution 2012.06.23.xx

In accordance with Article XVI, Section 4 of the ICANN Bylaws, the Board is to adopt an annual budget and publish it on the ICANN website. On 1 May 2012, a proposed annual budget was drafted and posted based on discussions with the Executive team, and extensive consultations with ICANN Supporting Organizations, Advisory Committees, and other stakeholder groups throughout the prior several months.

In addition to the day-to-day operational requirements, the draft budget includes amounts allocated to various FY13 budget requests received from community leadership. The annual budget discloses the impacts of the new gTLD application process, in direct response to community concerns of the budget framework, which was posted in February 2012. Further, all other comments received on the Framework, have been considered and discussed, and when appropriate and feasible have been adopted. A detailed Operating Plan is included in the budget indicating the major projects and initiatives that staff and community will undertake during the 2012-2013 fiscal year.

This budget will have a positive impact in that it provides a proper framework by which the Strategic Plan will be managed and fulfilled. This will have a fiscal impact on ICANN and the community as is intended. This should not have anything but a

positive impact on the security, stability and resiliency of the domain name system (DNS) with respect to any funding that is dedicated to those aspects of the DNS.

3. Location of April 2013 ICANN Public Meeting

Whereas, ICANN intends to hold its first Meeting for 2013 in the Asia Pacific region as per its policy,

Whereas, the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC), submitted a viable proposal to serve as co-hosts for the ICANN 2013 Asia Pacific Meeting.

Whereas, staff has completed a thorough review and analysis of the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC) proposal and finds it acceptable.

Whereas, the Board Finance Committee has approved the budget for the ICANN 2013 Asia Pacific Meeting as proposed.

Resolved (2012.06.23.xx), the Board accepts the proposal of the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC), and approves that the ICANN 2013 Asia Pacific Meeting shall be held in Beijing, China from 7-12 April 2013, with a budget not to exceed US\$2.23M.

Rationale for Resolution 2012.06.23.xx

As part of ICANN's public meeting schedule, three times a year ICANN hosts a meeting in a different geographic region (as defined in the ICANN Bylaws) of the world. Meeting Number 46, scheduled for 7-12 April 2013, is to occur in the Asia Pacific geographic region. A call for recommendations for the location of

the meeting in Asia Pacific was posted on 25 April 2011. Proposals were received from numerous parties. The Staff performed a thorough analysis of all of the proposals and prepared a paper to identify those that met the Meeting Selection Criteria. Based on the proposals and analysis, the Staff has recommended that ICANN 46 be held in Beijing, China.

The Board reviewed Staff's recommendation for hosting the meeting in Beijing, China and the determination that the proposal met the significant factors of the Meeting Selection Criteria used to guide site selection work. Outside of the call for recommendations, the process for selection of sites does not call for public consultation, as the staff assessment of the feasibility of any site is the primary consideration.

There will be a financial impact on ICANN in hosting the meeting and providing travel support as necessary, as well as on the community in incurring costs to travel to the meeting. But such impact would be faced regardless of the location of the meeting. There is no impact on the security or the stability of the DNS due to the hosting of the meeting.

The Board thanks all who recommended sites for ICANN Meeting Number 46.

4. WHOIS Policy Review Team Final Report

Whereas, the WHOIS Policy Review Team members volunteered their time over the last 18 months to develop their Final Report and Recommendations, as required by the Affirmation of Commitments;

Whereas the WHOIS Final Report and Recommendations has been posted for public comment for two months;

Resolved, the Board thanks the members of the WHOIS Policy Review Team for their time and commitment to contributing to improvements to the WHOIS service, and for providing substantive Recommendations for the Board's consideration;

Resolved, the Board encourages public input on the Final Report and Recommendations, and requests that the GNSO, ccNSO, GAC, ALAC and SSAC provide input to the Board on Recommendations relevant to their mandates;

Resolved, the Board requests that the President and CEO instruct Staff to consider the public comment and community input, assess the Recommendations and other WHOIS-related proposals under discussion, evaluate the potential implementation paths for each Recommendation, and provide the Board with guidance and advice on the Report, including, where appropriate, potential implementation plans and budgets.

Rationale for Resolution 2012.06.23.xx

The Affirmation of Commitments (AoC) between ICANN and the U.S. Department of Commerce commits ICANN to enforcing its existing policy relating to WHOIS, subject to applicable laws, and to organize a community review of WHOIS policy and its implementation to assess the extent to which WHOIS policy is effective and its implementation meets the legitimate needs of law enforcement and promotes consumer trust. The AoC further commits ICANN's Board to publish for public comment the report submitted by the review team, and to take action on the report within six months of its submission.

The Team's volunteer members were appointed by ICANN's CEO and the GAC Chair, per the AoC requirements, and reflected the broad Internet community's interests in WHOIS. Over the past 18 months, the WHOIS Policy Review Team conducted fact-finding, including meetings with ICANN's relevant Supporting Organizations and Advisory Committees and other interested parties, and issued a draft report for public comment before submitting its Final Report and 16 Recommendations to the Board on 11 May 2012. The Report and Recommendations are posted for two months of public comment and the forum closes on 11 July 2012.

Most of the Team's Recommendations address matters relevant to, and/or of interest to, the GNSO, GAC, ALAC and SSAC, as well as Recommendations regarding WHOIS for internationalized domain names, which are relevant to issues under consideration in the ccNSO. The Board is specifically requesting input from these Supporting Organizations and Advisory Committees – along with public comments – to help inform the Board's action on the Report.

1.1 2012-03-14-Minutes-Conflicts-of-Interest



Minutes
14 March 2012
Special Meeting of the ICANN Board

A Special Meeting of the ICANN Board of Directors was held on 14 March 2012 in San Jose, Costa Rica at 5:00 p.m. local time.

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, Erika Mann, Gonzalo Navarro, 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; Ram Mohan, SSAC Liaison; Thomas Narten, IETF Liaison; Thomas Roessler, TLG Liaison; and Suzanne Woolf, RSSAC Liaison.

Heather Dryden, GAC Liaison, sent apologies.

1. Board Member Conflicts of Interest – New gTLD Program 1
2. Any Other Business..... 4

1. Board Member Conflicts of Interest – New gTLD Program

Bruce Tonkin introduced the process undertaken in the Board Governance Committee to identify potential Board member conflicts of interest in relationship to the New gTLD Program. Bruce noted the creation of a subcommittee to review the conflicts on a particular issue, and the subcommittee will issue a report to the Board for ratification of decisions as they relate to individual Board members.

Cherine Chalaby, the leader of the subcommittee, then provided a detailed explanation on the work of the subcommittee, including its process, principles, and its preliminary determinations. After the Board’s resolution in December 2011 regarding heightened conflicts of interest practices within the New gTLD Program, the Board members were requested by the

General Counsel to provide information specific to the New gTLD Program. The Subcommittee then reviewed that specific information and made a preliminary determination for each Board member or liaison regarding whether there was the potential for an existence of a conflict of interest, and if so, potential ways to mitigate that conflict. Every Board member was given an opportunity to meet with the Subcommittee regarding the determination. The principles used to guide the determinations are first, that the collective interest of ICANN is greater than the interest of an individual director or Board liaison; second, minimize the potential of action by a conflicted director or liaison; third, the Subcommittee viewed conflicts as those that are actual, potential or perceived; and fourth, to attempt to find mitigating factors in the event a director or liaison was determined to have a conflict.

Cherine explained that the Subcommittee would now present the determinations for the Board to review, focusing on those directors or liaisons that requested meetings with the Subcommittee.

The Board then reviewed and discussed the determination relating to a liaison that requested a meeting with the Subcommittee.

The General Counsel and Secretary confirmed that after the reveal of all applicants in the New gTLD Program, the determinations may warrant a review to determine if any changes are needed, as that may clarify some of the potential for conflicts of interest.

The Board continued its discussion and reviewed the determination relating to one of the Directors that requested a meeting with the Subcommittee. The Board noted that new information had been provided regarding potential conflicts of interest that was not considered by the Subcommittee.

Ray Plzak then moved and Judith Vazquez seconded the following resolution:

Resolved (2012.03.14.01), the Subcommittee of the Board Governance Committee on Ethics and Conflicts is requested to review its determination of a perceived, potential or actual conflict of interest in

relation to one of the Directors to determine if the mitigation factors identified remain correct as a result of new information learned at the meeting.

Rationale for Resolution 2012.03.12.01

In assuring its adherence to the highest standards of ethics and addressing conflicts of interest, a Subcommittee has been formed to assist the Board Governance Committee in reviewing Board member and liaison statements of interests. The intensive review and discussion regarding conflicts of interest increases ICANN's accountability to the community. This is expected to have a positive impact on the community, and no impact on the resources of the organization. This decision is not expected to impact the security or stability of the DNS.

Fourteen Board members voted in favor of Resolution 2012.03.14.01. Sébastien Bachollet abstained from voting. Bertrand de La Chapelle was unavailable to vote on the resolution. The resolution carried.

Ray Plzak confirmed that the Subcommittee would meet with the director at issue as soon as possible.

The Board then turned to the discussion and consideration of the Subcommittee's determination related to another director who requested a meeting.

The General Counsel and Secretary noted the extent of the work undertaken by the Subcommittee to reach these determinations and the opportunities for discussion presented to the each of the directors.

The Board then took under consideration a proposed resolution addressing the Subcommittee's determination on all directors and liaisons as it relates to the New gTLD Program, with the exception of the need for further work on the director identified previously in the meeting.

Bruce Tonkin noted that it is important to specify that the conflicts of interest identified by the Subcommittee are in relation to the current round

of the New gTLD Program within the Applicant Guidebook, and not a conflict for all time.

The General Counsel and Secretary concurred with Bruce’s comment.

Chris Disspain queried if there was a need to pass a resolution accepting the determinations today, given that there is an existing process to handle gTLD-related resolutions before the Board as a whole.

The General Counsel and Secretary noted that following Chris’s suggestion could allow for the remaining determination to reach conclusion. However, all directors who have been identified as potentially having a conflict related to New gTLD Program would have to consent to leaving the room to allow for the gTLD-related resolutions to proceed to consideration.

Bertrand de La Chapelle suggested that those directors or liaisons with a potential conflict of interest be polled to determine if they are willing to leave the room to allow for the New gTLD-related matter to be considered.

Sébastien Bachollet requested that all non-new gTLD-related matters be concluded prior to the time when the directors and the liaisons leave the room.

2. Any Other Business

The Board held a confidential conversation on a staff-related issue. No actions were undertaken.

The Chair then called the meeting to a close.

1.2 2012-03-14-Board-Minutes-New-gTLD



Minutes
14 March 2012
Special Meeting of the ICANN Board

A Special Meeting of the ICANN Board of Directors was held on 14 March 2012 at 6:00 pm local time in San Jose, Costa Rica.

Acting Chairman Cherine Chalaby promptly called the meeting to order.

In addition to the Acting Chair the following Directors participated in all or part of the meeting: Rod Beckstrom (President and CEO), Chris Disspain, Bill Graham, Erika Mann, Gonzalo Navarro, Ray Plzak, R. Ramaraj, George Sadowsky, Mike Silber, and Kuo-Wei Wu

The following Board Liaisons participated in all or part of the meeting: Thomas Roessler, TLG Liaison.

Sébastien Bachollet; Bertrand de La Chapelle; Steve Crocker; Heather Dryden, GAC Liaison; Ram Mohan, SSAC Liaison; Thomas Narten, IETF Liaison; Bruce Tonkin; Judith Vazquez; and Suzanne Woolf, RSSAC Liaison sent apologies. At the time of the meeting, many of these Directors or Liaisons were identified as having a potential conflict of interest as it relates to the New gTLD Program, and voluntarily excused themselves from the meeting.

The General Counsel and Secretary noted that because the Chair adjourned the meeting of the full Board, the Board would have to approve a waiver of notice to affirm the actions undertaken at the meeting that is about to occur.

1. Approval of New gTLD Service Providers

Ray Plzak moved and Erika Mann seconded the following resolution:

Whereas, on 25 September 2010, the Board approved the New gTLD Application Processing budget
<<http://www.icann.org/en/minutes/resolutions-25sep10-en.htm#1>>.

Whereas, on 20 June 2011, the Board authorized the President and CEO to implement the new gTLD Program and approved the expenditures related to the New gTLD Program as detailed in section 7 of the Draft FY12 Operating Plan and Budget

<<http://www.icann.org/en/minutes/resolutions-20jun11-en.htm>>.

Whereas, on 9 August 2011, the Board formally adopted the FY12 Operating Plan and Budget, which included the details of anticipated expenditures related to the New gTLD Program in section 7

<<http://www.icann.org/en/financials/adopted-opplan-budget-fy12-09sep11-en.pdf>>.

Whereas, to date ICANN has approved the entities to serve as gTLD Service Providers to process all of the new gTLD Applications and is still working out specific contractual obligations with those entities.

Whereas, one or more gTLD Service Providers could provide millions of dollars worth of application processing services in any given billing cycle and ICANN must be prepared to timely pay for those services.

Resolved (2012.03.14.02), the CEO or his designee is authorized to enter all contracts or statements of work with, and make all disbursements to, all gTLD Service Providers so long as the contract and disbursement amounts are contemplated in the approved budget for such expenditures.

Eleven Board members voted in favor of Resolution 2012.03.14.02. Sébastien Bachollet, Bertrand de La Chapelle; Steve Crocker, Bruce Tonkin, and Judith Vazquez were unavailable to vote, as they exited the meeting due to a potential conflict of interest. The resolution carried.

Rationale for Resolution 2012.03.14.02

ICANN's Disbursement Policy limits ICANN officers from contracting for or disbursing more than US \$500,000.00 per obligation. ICANN is therefore adhering to its policy in seeking

the Board’s approval to enter into these contractual obligations that exceed the \$500,000 per obligation item. With the finite number of approved new gTLD service providers (“Service Providers”) and the potential level of application processing expenses that ICANN might incur with any one or more of the Service Providers, the contracting and disbursement limits of the Disbursement Policy could be exceeded every billing cycle during the new gTLD evaluation phase.

Accordingly, to ensure that timely obligations are made and satisfied with the Service Providers, it is appropriate to take this action now and have the Board’s approval to undertake these contractual obligations. The CEO is being authorized to enter into all required contracts and make all required disbursements, with the Service Providers, subject to budgetary limits and based on the budget model that the Board approved on 9 August 2011, which included details of anticipated expenditures related to the New gTLD Program <<http://www.icann.org/en/financials/adopted-opplan-budget-fy12-09sep11-en.pdf>>.

The Board’s approval of entering into these contractual obligations will have a positive impact on the community because it will allow ICANN to timely contract with and pay the gTLD Service Providers that are evaluating the new gTLD applications. There are fiscal impacts on ICANN but all of those impacts have been anticipated in the approved FY 2012 and draft FY 2013 budgets. There will not be any security, stability or resiliency issues relating to the domain names system.

1.3 2012-03-15-Board-Minutes



Minutes
15 March 2012
Special Meeting of the ICANN Board

A Special Meeting of the ICANN Board of Directors was held on 15 March 2012 in San Jose, Costa Rica at 7:30 p.m. local time.

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, Erika Mann, Gonzalo Navarro, 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; Thomas Narten, IETF Liaison; Thomas Roessler, TLG Liaison; and Suzanne Woolf, RSSAC Liaison.

This is a preliminary report of the approved resolutions resulting from the Special Meeting of the ICANN Board of Directors, which took place on 15 March 2012.

1. Waiver of Meeting Notices 1

1. Waiver of Meeting Notices

The Board discussed the timing of notice for the meetings occurring during the week.

The General Counsel reminded the Board that there were two meetings that occurred on 14 March 2012 that each resulted in a short resolution. As there is a potential that the notice provided was improper and all voting members of the Board were not present, it was recommended that the Board affirmatively waive the notice for each of the meetings. In addition, the Board must waive notice for this meeting. In the absence of the waiver

of notice, the Board could consider to undertake these resolutions at a later meeting.

Chris Disspain moved and Mike Silber seconded the following resolution:

Resolved, (2012.03.15.01) the Board hereby confirms that it waives the notice for the meeting.

Resolved (2012.03.15.02), the Board hereby confirms that it waives any irregularity in notice for the first Special Meeting of the Board convened on 14 March 2012.

Resolved (2012.03.15.03), the Board hereby confirms that it waives notice for the second Special Meeting of the Board convened on 14 March 2012.

All Board members approved of Resolutions 2012.03.15.01, 2012.03.15.02 and 2012.03.15.03.

1.4 2012-03-16-Board-Minutes



A Regular Meeting of the ICANN Board of Directors was held on 16 March 2012 in San Jose, Costa Rica at 11:10 a.m. local time.

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, Erika Mann, Gonzalo Navarro, 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; Thomas Narten, IETF Liaison; Thomas Roessler, TLG Liaison; and Suzanne Woolf, RSSAC Liaison.

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1. Consent Agenda

The Chair noted that there were changes from the agenda as posted prior to the meeting. He also explained that the Board has been working to smooth out its process, to assure that the items are thoroughly researched and documented and the all fo the relevant parties have had their say. As the Board met over the week, and through its detailed discussions, the Board disposed of some of the items that were previously on the agenda. The Board has also determined to defer a vote on the strategic plan. Therefore, all items on the agenda ar part of the consent agenda for the Board. The Chair then introduced the consent agenda items.

Prior to Board considering the consent agenda items, Cherine Chalaby read aloud the thanks to the sponsors, item 1.11 of the agenda. The President and CEO read aloud the thanks for the scribes, interpreters, staff, event and hotel teams, found at item 1.12.

Gonzalo Navarro stated that it is difficult to give full thanks for the great meeting. He noted the warmth and hospitality of the Tico people, and thanked the organizers for all they made available to ICANN and hospitality. Gonzalo also noted his thanks to President Chinchilla for her speech to open the meeting. Gonzalo then read aloud the thanks to the local hosts, item 1.13 on the agenda.

The Board then took the following action:

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

1.1. Approval of Minutes of 7 February 2012 ICANN Board Meeting

Resolved (2012.03.16.01), the Board approves the minutes of the 7 February 2012 ICANN Board Meeting.

1.2. Approval of IRTP Part B Recommendation #9, Part 2

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.
<<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, in relation to Recommendation #9, Part 2, the GNSO Council resolved at its meeting on 22 June 2011 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 WG 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 (2012.03.16.02), 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 (2012.03.16.03), the CEO is to develop and complete an implementation plan for these Recommendations and continue communication with the community on such work.

Rationale for Resolutions 2012.03.16.02 – 2012.03.16.03

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://gnso.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 were considered within the GNSO Council deliberations on the proposal. However, no further changes were deemed necessary to the recommendation as a result of those comment. The staff proposal and the subsequent motion adopting the recommendation 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 Contractual 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.

1.3. Bylaws Changes for New GNSO Policy Development Process

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 fulfillment 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.

Whereas, a public comment forum was opened on these proposed changes on 10 February 2012 and one comment was received.

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

Resolved (2012.03.16.04), the ICANN Board approves the further revisions to the ICANN Bylaws
<<http://www.icann.org/en/general/proposed-bylaws-changes-gnso-pdp-redline-10feb12-en.pdf>> as necessary for the implementation of the new PDP.

Rationale for Resolution 2012.03.16.04

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 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.

1.4. Engagement of Independent Auditor

Whereas, the ICANN Bylaws in Article XVI <<http://www.icann.org/general/bylaws.htm>> require that after the end of the fiscal year, the books of ICANN must be audited by certified public accountants. The Bylaws also state that the appointment of the fiscal auditors shall be the responsibility of the Board.

Whereas, the Board Audit Committee has discussed the engagement of the independent auditor for the fiscal year ending 30 June 2012, and has recommended that the Board engage Moss Adams LLP.

Whereas, the Board Audit Committee has recommended that the Board direct staff to execute a professional services agreement with Moss Adams, subject to review by the Chair of the Audit Committee.

Resolved (2012.03.16.05), the Board authorizes the Chief Executive Officer to engage Moss Adams LLP as the auditors for the financial statements for the fiscal year ending 30 June 2012.

Rationale for Resolution 2012.03.16.05

The engagement of an independent auditor is in fulfillment of ICANN's obligations to undertake an audit of ICANN's financial books. This furthers ICANN's accountability to its bylaws and processes, and the results of the independent auditors work will be publicly available. There is a fiscal impact to the engagement that has already been budgeted for within ICANN's Operational Plan. There is no impact on the security or the stability of the DNS as a result of this appointment.

1.5. Approval of Contracting & Disbursement Policy

Whereas, the Board Finance Committee has reviewed the current Disbursement Policy and recommended that it be revised to clarify that the policy relates to both contracting and disbursement authority.

Whereas, the Board agrees with Board Finance Committee.

Resolved (2012.03.16.06), the Board adopts the ICANN Contracting and Disbursement Policy as reflected at

<http://www.icann.org/en/about/financials/signing-authority> (note: revised document will be posted when available), which replaces the ICANN Disbursement Policy last revised on 10 December 2010.

Rationale for Resolution 2012.03.16.06

The Board is committed to ensuring that ICANN operations are managed as efficiently as possible. One aspect of that is to provide authority to management to contract as needed for the day-to-day operations of the organization and to make timely disbursements in furtherance of those contracts. The intent of the contracting and disbursement policy is to provide management with the authority to operate the organization, but to also maintain sufficient oversight when one contract or project obligates the organization to disburse more than \$500,000.00.

There will be little, if any, impact on the ICANN community given that the purpose of the revisions to this policy is to clarify its applicability. There will be no financial impact on either ICANN or the community, and there will be no impact on the security, stability or resiliency of the domain name system.

1.6. Approval of the DNS Risk Management Framework WG Charter

Whereas, on 18 March 2011, the Board directed the Board Governance Committee (BGC) to recommend to the Board a working group to oversee the development of a risk management framework and system

for the DNS as it pertains to ICANN's role as defined in the ICANN Bylaws.

Whereas, at its meeting on 28 October 2011, the ICANN Board approved the Board membership of the Working Group as recommended by the Board Governance Committee.

Whereas, on 12 March 2012 the Board Governance Committee approved the draft charter of the DNS Risk Management Framework Working Group and recommended that the Board approve the charter.

Resolved (2012.03.16.07), the Board approves the charter of the DNS Risk Management Framework Working Group.

Rationale for Resolution 2012.03.16.07

The development of a risk management framework is intended to fulfill the Board's expressed desire to develop a security framework for Internet naming and address allocation services that defines the key focus areas, and identifies where the responsibilities for each area lie. The Board has established this working group of individuals with expertise in the relevant topic area to oversee the development of such a risk management framework and system for the DNS as it pertains to ICANN's role as defined in the ICANN Bylaws. The progress reflected by the establishment of this working group will assist ICANN in continuing to work to maintain security, stability and resiliency of the DNS.

The results of the work overseen by this group should have a positive effect on the community in that it shall help define focus areas and responsibility. The establishment of the working group should not have a fiscal impact on the organization or the community.

1.7. Approval of Redelelegation of .BH

Whereas, BH is the ISO 3166-1 two-letter country-code designated for Bahrain;

Whereas, ICANN has received a request for the redelegation of .BH to the Telecommunications Regulatory Authority.

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 (2012.03.16.08), the proposed redelegation of the .BH domain to the Telecommunications Regulatory Authority is approved.

Rationale for Resolution 2012.03.16.08

Why the Board is addressing the issue now?

ICANN presents delegation and redelegation requests for country-code domains to the Board for decision once 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 Meeting.

What is the proposal being considered?

The proposal is to approve a request to the IANA function 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 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, in a timely manner following 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 that: the country-code is eligible (e.g. listed in the ISO 3166-1 standard); the proposed manager is supported by the local Internet community; the proposed operator is operationally and technically competent; the proposed manager is based locally and bound under local law; the proposed manager operates fairly and equitably; that in cases there is a transfer of operations that an appropriate plan is in place to preserve ongoing stability of the domain; and 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 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 redelegations 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 function, and the delegation 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.

1.8. Approval of Changes to SSAC Membership

Whereas, the Security and Stability Advisory Committee (SSAC) reviews 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.

Resolved (2012.03.16.09), the Board appoints Robert Guerra and Julie Hammer to the SSAC.

Rationale for Resolution 2012.03.16.09

The SSAC is a diverse group of individuals whose expertise in specific subject matters enables the SSAC to fulfill 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.

1.9. Thank You to Departing SSAC Member

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 (2012.03.16.10), 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 his new role at ICANN.

Rationale for Resolution 2012.03.16.10

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

1.10. Thank You to Departing ccNSO Volunteer

Whereas, ICANN wishes to acknowledge the considerable energy and skills that members of the stakeholder community bring to the ICANN process.

Whereas, in recognition of these contributions, ICANN wishes to acknowledge and thank members of the community when their terms of service on Supporting Organizations and Advisory Committees end.

Whereas, one (1) member of the ccNSO has left his position since the Dakar meeting:

Patricio Poblete, ccNSO Council Member since its formation in 2004 to March 2012.

Resolved (2012.03.16.11), Patricio Poblete has earned the deep appreciation of the Board for his term of service, and the Board wishes him well in his future endeavors.

1.11. Thanks to Sponsors

The Board wishes to thank the following sponsors:

Verisign, Inc., Afiliias Limited, .ORG, The Public Interest Registry, Neustar, China Organizational Name Administration Center, Iron Mountain, Knet Co., Ltd., CORE Internet Council of Registrars, SX Registry S.A., China Network Information Center, UniForum SA dba the .ZA Central Registry, Sedari, InterNetX, Community.Asia, Freedom Registry, Inc., GMO Registry, Inc., TANGO REGISTRY SYSTEMS, Foundation for Assistance for Internet Technologies and Infrastructure Development, CloudNames, Dejan SEO Pty Ltd and ICANNWiki, and our local sponsors, ICE (Instituto Costarricense de Electricidad), Instituto Costarricense de Turismo (ICT), LACNIC – Registro de Direcciones de Internet para America Latina y el Caribe, Ministerio de Ciencia y Tecnologia (MICIT), and SOMOS UCR.

1.12. Thanks to Scribes, Interpreters, Staff, Event and Hotel Teams

The Board expresses its appreciation to the scribes, the interpreters, technical teams, and to the entire ICANN staff for their efforts in facilitating the smooth operation of the meeting.

The Board would also like to thank the management and staff of the Ramada Plaza Herradura for the wonderful facility to hold this event. Special thanks are given to Stephanie Roncallo, Lucia Bolaños, Luis Bustos Valerin, and Andrea Muñoz.

1.13. Thanks to Local Hosts

The Board wishes to extend its thanks to the local host organizer, NIC Costa Rica, National Academy of Sciences for their support. Special thanks are given to Dr. Gabriel Macaya Trejos, Dr. Guy de Teramond, Jéssica Calvo, Karen Gamboa, Luis Diego Espinoza, and Allan Campos, University of Costa Rica.

The Board extends thanks to President of the Republic of Costa Rica, Mrs. Laura Chinchilla Miranda, and Minister Alejandro Cruz from the Ministry of Science and Technology for their support and participation during the meeting.

Resolutions 2012.03.16.01, 2012.03.16.02, 2012.03.16.03, 2012.03.16.04, 2012.03.16.05, 2012.03.16.06, 2012.03.16.07, 2012.03.16.08, 2012.03.16.09, 2012.03.16.10, and 2012.03.16.11 were passed in a single voice vote. Sixteen members of the Board voted in favor of the resolutions. The resolutions carried.

The Chair then called the meeting to a close.

1.5 2012-03-28-Board-Minutes



A Special Meeting of the ICANN Board of Directors was held on 28 March 2012.

Acting Chairman Cherine Chalaby promptly called the meeting to order.

In addition to the Acting Chair the following Directors participated in all or part of the meeting: Rod Beckstrom (President and CEO), Chris Disspain, Bill Graham, Erika Mann, Gonzalo Navarro, Ray Plzak, R. Ramaraj, and Mike Silber.

The following Board Liaisons participated in all or part of the meeting: Heather Dryden, GAC Liaison and Thomas Roessler, TLG Liaison.

Sébastien Bachollet, Steve Crocker, Bertrand de La Chapelle, Ram Mohan (SSAC Liaison), Thomas Narten (IETF Liaison), George Sadowsky, Bruce Tonkin, Judith Vazquez, Suzanne Woolf (RSSAC Liaison), and Kuo-Wei Wu sent apologies. Many of the Directors or Liaisons who were not present on the call due to potential conflicts of interest identified in relation to the New gTLD Program, and their absence from the call was based on their conflicted status.

1. Batching of New gTLD Applications: Secondary Timestamp

The meeting was convened after an informational briefing on the Secondary Timestamp/Digital Archery solution.

The General Counsel and Secretary introduced the proposed resolution to the Board.

Ray Plzak then moved and Chris Disspain seconded the following resolution:

Whereas, the window for applying for new gTLDs opened on 12 January 2012, and is scheduled to close on 12 April 2012.

Whereas, the New gTLDs Applicant Guidebook (section 1.1.2.5) <<http://newgtlds.icann.org/en/applicants/agb>> indicates that if the volume of applications received significantly exceeds 500, then applications will be processed in batches.

Whereas, on 8 December 2011, the Board adopted a resolution (#2011.12.08.4a) authorizing the development of a plan to use a "secondary time stamp" for determining the processing order in the event that multiple batches are required.

Whereas, the New gTLDs program team has developed proposed operational details of a plan for implementing a secondary time stamp, now referred to as "digital archery".

Whereas, some members of the community have expressed concerns about whether the digital archery proposal is sensible and fair, and an informal subgroup of the Board has studied the feasibility, benefits, and risks of the proposal as well as alternative batching mechanisms such as auction.

Resolved (2012.03.28.01), the Board confirms the approval of secondary timestamp/digital archery as the mechanism for sorting new gTLD applications into batches, and directs that the operational details of the mechanism be communicated to applicants and the public as necessary and appropriate.

Nine Board members voted in favor of the resolution. Sébastien Bachollet, Steve Crocker, Bertrand de La Chapelle, George Sadowsky, Bruce Tonkin, Judith Vazquez, and Kuo-Wei Wu were unavailable to vote on the resolution. The resolution carried.

Rationale for Resolution 2012.03.28.01

The reaffirmation of the Board's commitment to the secondary timestamp/digital archery is taken after an review of alternate proposals for batching processes considered after hearing the community's comments and concerns as raised at the ICANN meeting in San Juan, Costa Rica. A small group of the Board intensively looked at the digital archery solution, a potential auction solution, and considered the prioritization comments provided by the community. For the ongoing application round, affirming the digital archery process is the fairest way to achieve a non-random batching solution that accounts for diversity

across all regions of ICANN. The Board also reaffirms the Rationale for Resolutions 2011.12.08.04 – 2011.12.08.06.

The batching selection process determines how applications will be divided into batches and prioritized for evaluation analysis. Conceptually, the batching selection process is relatively straightforward and includes the following four steps:

- 1) Applicants register in an online batching system to select their batching preference (i.e., earliest or any batch) and select a target date and time (e.g., Target Date: 10 May 2012 and Target Time: 12:00:00 UTC);*
- 2) Applicants re-enter the online batching system and generate a message that is sent from their computer/system to the online batching system. The online batching system records the date and time the applicant's message is received. (e.g., Message Received Date: 10 May 2012 and Message Received Time: 12:00:01);*
- 3) The system calculates the time variance between the applicant's Target Date/Time from step 1 and the Message Received Date/Time from step 2. This time variance is known as the applicant's "secondary timestamp" Based on the example in steps 1 and 2 above the secondary timestamp is 1 second. The closer to zero the secondary timestamp is the more likely the application will be processed in the earliest batch, assuming the applicant has opted in to the earliest batch.*
- 4) The batching selection process then combines the applicant's batching preference (i.e., earliest or any batch), the "secondary timestamp" (e.g., 1 second), and the geographic region to determine the batch/processing order for the specific application.*

However, the implementation of the online batching system must be undertaken with care and it must ensure that a secure, consistent, and objective process is available for all applicants. The operational details of the online batching system have considered and addressed a number of concerns. Those concerns include ensuring that:

- 1. The details of the batching selection process are clear to applicants, through direct communications with them;*
- 2. Only authorized applicants can enter the online batching system to perform the specific tasks necessary to complete the batching selection process;*
- 3. An opt-out mechanism is available so applicants can designate their batching preference (i.e. earliest or any batch);*
- 4. The online batching system allows applicants to perform their tasks without hindrance (i.e., system remains available during appropriate times);*
- 5. Latency concerns are addressed in a fair manner so that applicants are not put at an advantage or disadvantage based on their geographic location;*
- 6. The target time variance is measured at a level that allows ICANN to adequately determine batches; and*
- 7. Applicants are allowed to practice portions of the process to understand how the target time variance will be calculated.*
- 8. The goals of geographical diversity and fairness are taken into account.*

Accordingly, to ensure that applicants and prospective applicants are aware of the batching selection process the

Board has determined that it is appropriate to take this action now. The Board is therefore approving the operational details of the batching selection process and is authorizing the CEO to release the details of this plan.

Providing for this now will allow the community and applicants to understand when applications will be processed if a large number of applications (i.e., significantly more than 500 applications) are received by ICANN.

The President and CEO noted that the Board's decision should be communicated as quickly as possible.

The Acting Chair noted that the Board was available to assist in crafting a rationale to reflect the Board's decisions.

Kurt Pritz confirmed that staff will draft a rationale and circulate as necessary.

The General Counsel and Secretary reminded that there is a short window available for the posting of the resolution, and staff would be careful to reflect the Board view.

The meeting was then called to a close.

1.6 2012-04-10-Board-Minutes



Minutes
10 April 2012
Special Meeting of the ICANN Board

A Special Meeting of the ICANN Board of Directors was held on 10 April 2012 at 5:00 am 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), Cherine Chalaby, Bertrand de La Chapelle, Chris Disspain, Bill Graham, Erika Mann, Gonzalo Navarro, Ray Plzak, R. Ramaraj, George Sadowsky, Mike Silber, Bruce Tonkin (Vice Chair), and Kuo-Wei Wu.

The following Board Liaisons participated in all or part of the meeting: Heather Dryden, GAC Liaison; Ram Mohan, SSAC Liaison.

Sébastien Bachollet, and Thomas Narten (IETF Liaison), Thomas Roessler (TLG Liaison) Judith Vazquez, and Suzanne Woolf (RSSAC Liaison) sent apologies.

This is a preliminary report of the approved resolutions resulting from the Special Meeting of the ICANN Board of Directors, which took place on 10 April 2012

1. Establishment of New gTLD Program Committee	1
Rationale for Resolutions 2012.04.10.01-2012.04.10.04	4
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The Chair reviewed the potential items for the agenda.

1. Establishment of New gTLD Program Committee

The Chair reminded the Board that there is a proposal to create a committee of the Board consisting only of Board members that do not have a conflict of interest in relation to the New gTLD Program. The proposal is for this committee to be empowered to act on matters related to the New gTLD Program with the full power of the Board, including passing resolutions. By forming a committee, that committee would also have the power to – as allowed for under the Bylaws – to take action without a meeting if necessary.

Bruce Tonkin noted that he and the General Counsel and Secretary had discussed some proposed changes to the resolution, now before the Board. Bruce then recited the resolution for the Board. Bruce also proposed a change to the charter for the committee, to allow for flexibility in membership as approved by the Board. This was an alternative to the requirement that all members of the Board that are not conflicted in regards to the New gTLD Program must be members of the committee. Bruce cited a request from the GAC Liaison that she did not feel it as necessary to be a formal member of this committee, while maintaining the ability to be invited as an observer as necessary.

Bruce moved the motion, and Ray Plzak seconded. The floor was then opened for discussion.

Bertrand de La Chapelle inquired about why membership on the committee would be optional for a Board member that is not conflicted on this topic, as this is a responsibility that would naturally fall on Board members.

Bruce responded that committees of the Board are normally smaller than the full Board and more efficient. For example, while the full Board was interested in the CEO search, only a subset served on the committee and reported back to the Board. Bruce noted that some Board members may wish to not be on the committee because it's not an area of expertise, or they don't have the time commitment available. This would avoid a precedent that when a committee is created on a particular topic, everyone on the Board without a conflict has to be on that committee.

Bertrand noted that while he understands Bruce's rationale, it does not seem to apply here. The purpose of this committee is for all Board members that are not deemed as conflicted to have the responsibility to participate.

George Sadowsky agreed with Bertrand, and noted the special powers being granted to the committee. With those special powers also comes the responsibility to participate on the committee.

Ray agreed with George and Bertrand. Ray then asked about the size of the committee, noting that it needs to be at least a majority plus one of the voting members of the Board, which must be reflected in the committee definition.

Cherine Chalaby confirmed his agreement with Bertrand, George and Ray. Cherine shared his belief that the community would like to know that this is not just a subset of available members. The vital nature of this program merits that all directors that are not conflicted should be members.

Bruce withdrew the amendment, noting that he suggested it out of a belief that the Board would find it helpful.

The Chair then turned to the issue of the GAC liaison, who indicated a preference to not be on the committee. The Chair noted that the withdrawal of the amendment as it relates to voting directors should suffice to address the problem.

The Board then took the following action:

Resolved (2012.04.10.01), the Board hereby establishes the Board New gTLD Program Committee as follows: (i) the voting members of the Committee will consist of: Rod Beckstrom, Cherine Chalaby, Chris Disspain, Bill Graham, Erika Mann, Gonzalo Navarro, Ray Plzak, R. Ramaraj, George Sadowsky, Mike Silber, and Kuo-Wei Wu; (ii) the liaisons to the Committee will be Thomas Roessler; and (iii) the Chair of the Committee will be Cherine Chalaby.

Resolved (2012.04.10.02), the Board hereby delegates to the Board New gTLD Program Committee all legal and decision making authority of the Board relating to the New gTLD Program (for the round of the Program, which commenced in January 2012 and for the related Applicant Guidebook that applies to this current round) as set forth in its Charter, which excludes those things that the Board is prohibited from delegating by law, or pursuant to Article XII, Section 2 of the ICANN Bylaws.

Resolved (2012.04.10.03), all members of the New gTLD Program Committee reinforce their commitment to the 8 December 2011 Resolution of the Board (Resolution 2011.12.08.19) regarding Board member conflicts, and specifying in part: "Any and all Board members who approve any new gTLD application shall not take a contracted or employment position with any company sponsoring or in any way

involved with that new gTLD for 12 months after the Board made the decision on the application.”

Resolved (2012.04.10.04), the Board directs the CEO to prepare a document setting forth a process for the creation of Board Committees to address future situations where there may be multiple Board members with perceived, potential or actual conflicts of interest on an issue.

Thirteen Directors voted in favor of the resolutions. Sébastien Bachollet, Gonzalo Navarro and Judith Vazquez were unavailable to vote on the resolutions. The resolutions carried.

Rationale for Resolutions 2012.04.10.01-2012.04.10.04

In order to have efficient meetings and take appropriate actions with respect to the New gTLD Program for the current round of the Program and as related to the Applicant Guidebook, the Board decided to create the “New gTLD Program Committee” in accordance with Article XII of the Bylaws and has delegated decision making authority to the Committee as it relates to the New gTLD Program for the current round of the Program which commenced in January 2012 and for the related Applicant Guidebook that applies to this current round.

Establishing this new Committee without conflicted members, and delegating to it decision making authority, will provide some distinct advantages. First, it will eliminate any uncertainty for conflict Board members with respect to attendance at Board meetings and workshops since the New gTLD Program topics can be dealt with at the Committee level. Second, it will allow for actions to be taken without a meeting by the committee. As the Board is aware, actions without a meeting cannot be taken unless done via electronic submission by unanimous consent; such unanimous consent cannot be achieved if just one Board member is conflicted. Third, it will provide the community with a transparent view into the Board’s commitment to dealing with actual, potential or perceived conflicts.

This resolution should have a positive impact on the community and ICANN as a whole as the New gTLD Program Committee will be able to take actions relating to the New gTLD Program for the current round of the Program and as related to the Applicant Guidebook without any question of conflict arising. No fiscal impact is anticipated as a result of this action and there will be no impact on the security, stability no resiliency of the domain name system.

Bertrand inquired about the process for integrating new members onto the committee once they have mitigated a previously determined conflict of interest as identified by the Subcommittee of the Board Governance Committee.

The Chair confirmed that formal resolution by the Board would be required to change the composition of the Committee, to identify the new member by name. This would be the case in either mitigation of a prior conflict or the change of Board membership. If there were any reports from the BGC regarding the mitigation of a previously identified conflict, the Chair expects the Board to act expeditiously in changing the committee.

Bertrand then asked about the availability of resolutions under consideration by the New gTLD Program Committee to the members of the Board that are not on that committee.

Bruce noted that for meetings of the Board, there is a pre-posted agenda, but the content of the resolutions is not available in advance.

The Chair confirmed his belief that that should likely be the practice for the conflicted members of the Board, so that they are not in a different status than members of the public.

Ray noted that Bertrand raises a valid point that there are likely topics under consideration that will be relevance to the conflicted members, such that it may be appropriate for them to provide objective statements or comments that the committee could consider in discussion. The actual resolutions should be discussed only among the committee members. The committee could consider this as a means of transparency to the Board on what the committee is doing and offering a chance for objective comment.

The Chair proposed that though the principle that the Board is working towards is to have the conflicted members step out of the room and not influence discussion, there maybe situations where a conflicted member has a degree of expertise. In those situations, the chair of the committee has the authority to invite comments from outside experts, including other Board members, and the chair could use his judgment in that regard as a means to keeping the Board informed as necessary. There would not, however, be a publication requirement for the Board as a whole. If that does not work, the Board can revisit.

Bertrand thanked the Chair for his distinction of the types of contributions that a conflicted member may offer. The Board should avoid those situations where a member could make a contribution that would provide him or her with knowledge or a competitive advantage when weighed against other actors. That should be avoided, and information should only be released to those members when it released to the public. However, there could be situations where there is not potential for competitive advantage and leveraging the competence of other Board members may be useful. The committee could consider whether it is appropriate to provide draft resolution text to other Board members in this instance.

The General Counsel and Secretary advised that he does not recommend that the Board revise the documentation on the fly at this meeting. However, the charter could include a requirement that it act in a manner that would be the most transparent, taking into account the concerns raised by Bertrand.

The Chair confirmed that he is not proposing a change to the charter, just as advice to the committee. The Board could revisit this issue later if necessary. The Chair asked Cherine, the chair of the committee, his comfort level with this issue.

Cherine replied that he is very comfortable with the idea that the committee would provide the Board members with the topics under discussion. However, the resolutions or detailed discussion that could indicate the way the committee is considering to act is not for publication.

The Chair and Bertrand agreed with this formulation.

Bertrand then raised the subject of quorum for the committee. Because the committee will be subject to its own quorum rules, there is a possibility that

contentious or difficult decisions could be adopted by a very small number of Board members. Bertrand cautioned that the Board has to be careful in using this tool so as to remain cognizant of this issue for the future.

The Chair confirmed Bertrand's calculations – a majority of 9 Board members is sufficient to pass a resolution when taken by the full Board when all 16 voting members are present. If all 11 voting members of the committee are present, then 6 would be a majority vote. The Chair asked Cherine to consider that stronger majorities are more favorable than narrow majorities.

2. 2. Ratification of Subcommittee Determinations

The Chair then inquired about whether the Board was ready to consider the ratification of the determinations made by the Subcommittee on Conflicts and Ethics of the Board Governance Committee.

Bruce Tonkin noted that because some of the directors are absent that have been determined to have a conflict of interest in relation to the New gTLD Program, it may be preferable to wait until a meeting where they are present, to allow an option of presenting a statement.

The Chair then called the meeting to a close.

**Pages 74 - 104
Intentionally Omitted**

**Item Removed from
Agenda**

2012-06-23-1.8-Board Submission-Delegation of Oman

ICANN BOARD SUBMISSION NO. 2012-06-23-1.8

TITLE: Delegation of the عمان domain representing Oman
PROPOSED ACTION: For Board Review and Approval on Consent Agenda
IANA REFERENCE: 542560

EXECUTIVE SUMMARY

The ICANN Board is asked to consider and vote on the request to delegate the domain عمان comprised of the eligible IDN ccTLD Fast Track approved string representing Oman.

Sensitive Delegation Materials

PROPOSED RESOLUTION

Whereas, عمان (“Oman”), encoded as “xn--mgb9awbf”, is a string that has been deemed to appropriately represent Oman through the IDN Fast Track process.

Whereas, ICANN has received a request for delegation of عمان to the Telecommunications Regulatory Authority (TRA).

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.

It is hereby resolved (___), that the proposed delegation of the عمان domain to the Telecommunications Regulatory Authority (TRA) is approved.

RATIONALE

Why the Board is addressing the issue now?

ICANN presents delegation and redelegation requests for country-code domains to the Board for decision once 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 Meeting.

What is the proposal being considered?

The proposal is to approve a request to the IANA function 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 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, in a timely manner following 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 that: the country-code is eligible (e.g. listed in the ISO 3166-1 standard); the proposed manager is supported by the local Internet community; the proposed operator is operationally and technically competent; the proposed manager is based locally and bound under local law; the proposed manager operates fairly and equitably; that in cases there is a transfer of operations that an appropriate plan is in place to preserve ongoing stability of the domain; and 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 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 redelegations 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 function, and the delegation 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.

Submitted by:	Kim Davies
Position:	Manager, Root Zone Services
Date Noted:	12 June 2012
Email and Phone Number	kim.davies@icann.org; Contact

2012-06-23-1.8 Delegation-oman-annex

ANNEX TO ICANN BOARD SUBMISSION NO. 2012-06-23-XX

TITLE: Delegation of the عمان domain representing Oman

IANA REFERENCE: 542560

In accordance with ICANN's obligations for managing the DNS root zone, IANA¹ receives requests to delegate, redelegate and revoke top-level domains. This application has been compiled by IANA for presentation to the ICANN Board of Directors for review and appropriate action.

Sensitive Delegation Materials

¹ The term IANA is used throughout this document to refer to the department within ICANN that performed the IANA functions.

Sensitive Delegation Materials

Submitted by: Kim Davies
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Date Noted: 12 June 2012
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Information

2012-06-23-1.8 Delegation-Oman-enclosures

ENCLOSURE 1 TO ICANN BOARD SUBMISSION NO. 2012-06-23-XX

Draft Public Report — Delegation of the عمان (“Oman”) domain representing Oman in Arabic

ICANN has received a request to delegate the عمان domain, a country-code top-level domain representing Oman, to Telecommunications Regulatory Authority (TRA). ICANN Staff have assessed the request, and provide this report for the ICANN Board of Directors to consider.

FACTUAL INFORMATION

Country

The “OM” ISO 3166-1 code from which the application’s eligibility derives, is designated for use to represent Oman.

String

The domain under consideration for delegation at the DNS root level is “عمان”¹. This is represented in ASCII-compatible encoding according to the IDNA specification as “xn--mgb9awbf”. The individual Unicode code points that comprise this string are U+0639 U+0645 U+0627 U+0646.

In Arabic language, the string has a meaning equivalent and pronunciation to “Oman” in English. The string is expressed using the Arabic script.

Chronology of events

In 2002, the Telecommunications Regulatory Authority (TRA) was established “to regulate the Telecommunication Sector within the Sultanate of Oman” under the Telecommunications Regulatory Act issued by Royal Decree No. 30/2002.

In 2007, the Royal Decree No. 64/2007 was issued to update the Telecommunications Regulatory Act. The applicants state that the “responsibility for the عمان (.oman) IDN ccTLD falls under the TRA’s jurisdiction” as noted in the section two, article (8) 10 Repeated of the Telecommunications Regulatory Act issued by this decree.

On 24 August 2010 an application was made to the “IDN Fast Track” process to have the string “عمان” recognised as representing Oman. The request was supported by the

¹ This string is not appearing correctly in this report due to technical limitations. This will be corrected for presentation online after approval.

Research Council, Office of the Secretary General, as well as two Ministries and two Telecommunications companies.

On 4 October 2010, review by the IDN Fast Track DNS Stability Panel found that "the applied-for strings ... present none of the threats to the stability or security of the DNS identified in [the IDN Fast Track implementation plan] ... and present an acceptably low risk of user confusion". The request for the string to represent Oman was subsequently approved.

On 7 February 2012, the Telecommunications Regulatory Authority (TRA) commenced a request to ICANN for delegation of “عمان” as a top-level domain. During the next several months ICANN Staff were working with applicants on gathering the necessary information and documentation.

Proposed Sponsoring Organisation and Contacts

The proposed sponsoring organisation is the Telecommunications Regulatory Authority (TRA), a governmental entity established by Royal Decree in 2002 “to regulate the Telecommunication Sector within the Sultanate of Oman.”

The proposed administrative contact is Mr. Mohammed Al-Kindi, Senior Manager, Technical Affairs unit/Manager of Domain Name and Numbering Department. The administrative contact is understood to be based in Oman.

The proposed technical contact is Mrs. Zainab Al-Farsi, Specialist in Numbering and Domain Name Department.

EVALUATION OF THE REQUEST

String Eligibility

The top-level domain is eligible for delegation under ICANN policy, as the string has been deemed an appropriate representation of Oman through the ICANN Fast Track String Selection process, and Oman is presently listed in the ISO 3166-1 standard.

Public Interest

The applicant states that the Telecommunications Regulatory Authority (TRA) was mandated to become the registry operator of “عمان” according to Article (8) 10 of the Telecom Regulatory Act issued by Royal Decree No. 64/2007.

Explicit government support for the application was provided in a letter from the Ministry of Transport & Communications, Office of the Undersecretary for Communications and the Ministry of Commerce & Industry, Office of the Undersecretary for Commerce and Industry.

Additional support was provided in letters from the Research Council, Office of the Secretary General, as well as two Telecommunications Companies: Omantel and Nawras.

The application is consistent with known applicable local laws in Oman.

The proposed sponsoring organisation undertakes to operate the domain in a fair and equitable manner.

Based in country

The proposed sponsoring organisation is constituted in Oman. The proposed administrative contact is understood to be resident in Oman. The registry is to be operated in the country.

Stability

The application does not involve a transfer of domain operations from an existing domain registry, and therefore stability aspects relating to registry transfer have not been evaluated.

The application is not known to be contested.

Competency

The application has provided satisfactory details on the technical and operational infrastructure and expertise that will be used to operate the proposed new domain. The proposed operator is the current manager of .OM ASCII country code top-level domain for Oman. Proposed policies for management of the domain have also been tendered.

EVALUATION PROCEDURE

The Internet Corporation for Assigned Names and Numbers (ICANN) is tasked with managing the Domain Name System root zone as part of a set of functions governed by a contract with the U.S. Government. This includes managing the delegations of top-level domains.

A subset of top-level domains are designated for the local Internet communities in countries to operate in a way that best suits their local needs. These are known as country-code top-level domains, and are assigned by ICANN to responsible trustees (known as “Sponsoring Organisations”) who meet a number of public-interest criteria for eligibility. These criteria largely relate to the level of support the trustee has from their local Internet community, their capacity to ensure stable operation of the domain, and their applicability under any relevant local laws.

Through an ICANN department known as the Internet Assigned Numbers Authority (IANA), requests are received for delegating new country-code top-level domains, and redelegating or revoking existing country-code top-level domains. An investigation is performed on the circumstances pertinent to those requests, and, when appropriate, the requests are implemented. Decisions on whether to implement requests are made by the ICANN Board of Directors, taking into account ICANN's core mission of ensuring the stable and secure operation of the Internet's unique identifier systems.

Purpose of evaluations

The evaluation of eligibility for country-code top-level domains, and of evaluating responsible trustees charged with operating them, is guided by a number of principles. The objective of the assessment is that the action enhances the secure and stable operation of the Internet's unique identifier systems. The evolution of the principles has been documented in "Domain Name System Structure and Delegation" (RFC 1591), "Internet Domain Name System Structure and Delegation" (ICP-1), and other informational memoranda.

In considering requests to delegate or redelegate country-code top-level domains, input is sought regarding the proposed new Sponsoring Organisation, as well as from persons and organisations that may be significantly affected by the change, particularly those within the nation or territory to which the ccTLD is designated.

The assessment is focussed on the capacity for the proposed sponsoring organisation to meet the following criteria:

- The domain should be operated within the country, including having its sponsoring organisation and administrative contact based in the country.
- The domain should be operated in a way that is fair and equitable to all groups in the local Internet community.
- Significantly interested parties in the domain should agree that the prospective trustee is the appropriate party to be responsible for the domain, with the desires of the national government taken very seriously.
- The domain must be operated competently, both technically and operationally. Management of the domain should adhere to relevant technical standards and community best practices.
- Risks to the stability of the Internet addressing system must be adequately considered and addressed, particularly with regard to how existing identifiers will continue to function.

Method of evaluation

To assess these criteria, information is requested from the applicant regarding the proposed sponsoring organisation and method of operation. In summary, a request template is sought specifying the exact details of the delegation being sought in the root zone. In addition, various documentation is sought describing: the views of the local internet community on the application; the competencies and skills of the trustee to operate the domain; the legal authenticity, status and character of the proposed trustee; and the nature of government support for the proposal. The view of any current trustee is obtained, and in the event of a redelegation, the transfer plan from the previous sponsoring organisation to the new sponsoring organisation is also assessed with a view to ensuring ongoing stable operation of the domain.

After receiving this documentation and input, it is analysed in relation to existing root zone management procedures, seeking input from parties both related to as well as independent of the proposed sponsoring organisation should the information provided in the original application be deficient. The applicant is given the opportunity to cure any deficiencies before a final assessment is made.

Once all the documentation has been received, various technical checks are performed on the proposed sponsoring organisation's DNS infrastructure to ensure name servers are properly configured and are able to respond to queries for the top-level domain being requested. Should any anomalies be detected, ICANN staff will work with the applicant to address the issues.

Assuming all issues are resolved, an assessment is compiled providing all relevant details regarding the proposed sponsoring organisation and its suitability to operate the top-level domain being requested. This assessment is submitted to ICANN's Board of Directors for its determination on whether to proceed with the request.

2012-06-23-1.9-Board Submission-SSAC 053 Report on Dotless Domains

ICANN BOARD SUBMISSION NO. 2012-06-23-1.9

TITLE: **SSAC Report on Dotless Domains**

PROPOSED ACTION: **For Discussion**

EXECUTIVE SUMMARY:

The SSAC asks the ICANN Board, to follow the recommendation of this SSAC report (SAC 053: SSAC Report on Dotless domains): for ICANN staff to deliver an evaluation and report describing a process for implementation of the SAC053 recommendations.

SSAC recently published SAC 053: SSAC Report on Dotless domains. In this report, the SSAC studied the potential user experience implications for domain names that consists of a single label (http://brand as opposed to http://brand.TLD, or mail@brand as opposed to mail@brand.tld). Through its analysis, the SSAC found that given current DNS implementation and existing application behavior, dotless domains will not be universally reachable. In particular, the way in which domain names are interpreted in different contexts would lead to unpredictable and unexpected dotless domain behavior. This ambiguous behavior could be used to develop methodologies to compromise the session and allow for malicious activities with, for example, DNS redirection. Further analysis is necessary to determine if the SSAC's recommendations on addressing dotless domains are implementable. That is, can the use of dotless domains be effectively barred from use, and if so, under which conditions should they be barred (e.g., are there possible exceptions, conditions, or timeframe for lifting the restrictions)?

A high level summary of the issues noted in SAC 053 is provided in Annex A, and a copy of SAC 053 is attached to Annex A.

SSAC RECOMMENDATION

The SSAC recommends that the Board direct staff to perform work to identify the feasibility of implementation of the recommendations within SAC 053.

PROPOSED RESOLUTION:

Whereas, the delegation of TLDs in a way that promotes security and a good user experience is a longstanding topic of importance to ICANN's Board and the global Internet community.

Whereas, on 23 February 2012, the ICANN Security and Stability Advisory Committee (SSAC) published SAC 053: *SSAC Report on Dotless Domains*.

Whereas, the SSAC report concluded that the ways in which domain names are interpreted in different contexts would lead to unpredictable and unexpected dotless domain behaviour.

RESOLVED (20XX.XX.XX.XX), the Board hereby acknowledges the receipt the SAC 052, and thanks the members of SSAC and all other contributors for their efforts in the creation of the report.

RESOLVED (20XX.XX.XX.XX), the Board directs ICANN staff to consult with the relevant communities regarding implementation of the recommendations in SAC053 and no later than September 1, 2012, to provide a briefing paper for the Board which details the technical, policy and legal issues, if any, which may arise as a result of implementing SAC053 recommendations, listing the options, if any, for mitigating such issues.

PROPOSED RATIONALE:

SSAC studied the dotless domain issue due to potential user harm and user experience problems due to non-uniform implementations. As this issue is relevant in both nTLD and IDN ccTLDs, both of which are increasing in numbers, the SSAC recommends that the use of certain types of Resource Records (RRs) in the root is considered undesirable.

After the publication of SAC 053, the SSAC consulted with ICANN stakeholders (e.g., gNSO) in Costa Rica, as a result, some implementation questions were raised, (e.g.,

how long the prohibition period should be, what is the necessary and sufficient condition that it could be allowed). As a result, SSAC deemed further technical and community consultations are needed. Undertaking this work now is important due to the potential gTLD decisions/rollouts likely in 2013.

The board's receipt of this paper and direction for review of potential implementation issues is in furtherance of ICANN's accountability to the community, as ICANN is responding to the work of one of its advisory committees. This action is not expected to have an impact on ICANN's resources, and directing this work to be done may result in implementation plans that could positively improve the security or stability of the DNS.

Section 2.2.3.3 of the Applicant Guidebook states that the only permissible DNS Resource Records for the apex in a TLD zone (i.e., the TLD-string itself) are: SOA, NS, and related DNSSEC records. This effectively prohibits dotless domain names. The same section also states, "An applicant wishing to place any other record types into its TLD zone should describe in detail its proposal in the registry services section of the application. This will be evaluated and could result in an extended evaluation to determine whether the service would create a risk of a meaningful adverse impact on security or stability of the DNS." The process for consideration of new registry services is described in the new registry agreement. This combination would probably serve to bar dotless domain in new gTLDs but this is not fully clear.

Submitted by:	Ram Mohan
Position:	SSAC Liaison to the ICANN Board
Date Noted:	06/12/2012
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**2012-06-23-1.10-Board Submission-Ombudsman-
Regular-Meetings-with-Board**

ICANN BOARD SUBMISSION No. 2012-06-23.10

TITLE: **Ombudsman Regular Meetings with Board**

PROPOSED ACTION: **For Board Approval**

EXECUTIVE SUMMARY:

Accountability and Transparency Review Team (ATRT) Recommendation 24 states as follows: "Assess Ombudsman operations and relationship between Board & Ombudsman, and if needed, bring into compliance with internationally recognized standards for Ombudsman function and Board supporting the function."

As part of this process the Board Governance Committee (BGC) asked the Ombudsman to make his own recommendations. One of the Ombudsman's recommendations was that a more formal and regular meeting schedule be established between the Ombudsman and the Board or a subset of the Board. The BGC agreed with that recommendation.

BGC RECOMMENDATION

The BGC recommends that the Executive Committee regularly meet with the Ombudsman on current investigation issues and the Compensation Committee regularly meet with the Ombudsman relating to his performance and compensation issues. These meetings should take place during ICANN Public Meetings, and nothing should prevent the Ombudsman from meeting with the whole Board as deemed necessary and appropriate.

Proposed Resolution

Whereas, the Accountability and Transparency Review Team's (ATRT) Recommendation 24 related to the assessment of the relationship between the Board and the Ombudsman and to ensure that activities are in compliance with recognized standards.

Whereas, after his appointment in late 2011, the ICANN Ombudsman undertook a review of his office and function in accordance with the ATRT Recommendation.

Whereas, while the Office of the Ombudsman reports to the Board as a whole, a formal and regular meeting schedule is not currently in place.

Whereas, the Ombudsman recommended to the Board Governance Committee (BGC) that a regular meeting schedule be established, possibly through a committee of the Board.

Whereas, the BGC recommended that Executive Committee regularly meet with the Ombudsman on current investigation issues and the Compensation Committee regularly meet with the Ombudsman relating to his performance and compensation issues.

Whereas, notwithstanding the Executive and Compensation Committees' liaison roles, the Ombudsman may provide reports to the full Board if consideration or action by the full Board is necessary.

Resolved (2012.05.xx.xx), the Executive Committee shall regularly meet with the Ombudsman on current investigation issues and the Compensation Committee shall regularly meet with the Ombudsman relating to his performance and compensation. Any Ombudsman reports that require the full Board's attention shall be provided to the Board as a whole, as needed as determined in consultation with the Executive Committee and the Ombudsman.

Proposed Rationale

The Board's action is in furtherance of its accountability and transparency efforts and continued implementation of the ATRT recommendations. As a result of the Ombudsman's review of the operations of his office and the relationship with the Board, he recommended the implementation of a regular meeting schedule, which is established through this resolution. While establishing this regular meeting structure, this action maintains the Board's relationship with the Ombudsman and makes clear that the Board should continue to review reports that require the full Board's consideration or attention.

This action is not anticipated to have any fiscal impact on ICANN, nor is it expected to have an impact on the security, stability or resiliency of the domain name system.

Submitted by:	Amy Stathos
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2012-06-23-1.11-Board Submission-GNSO Improvements Program Wrap-Up

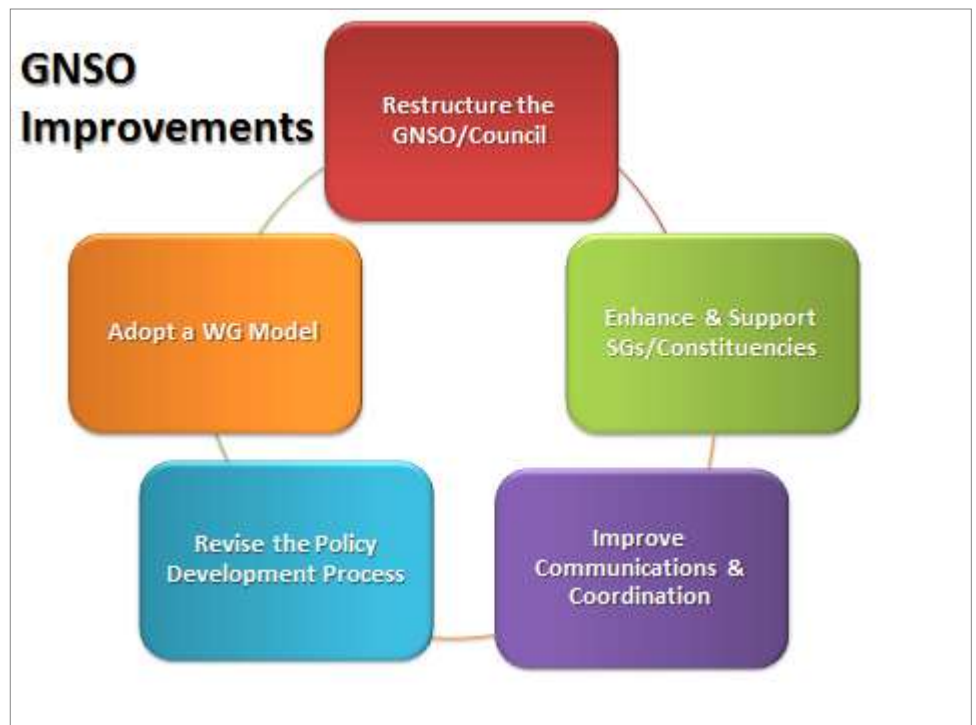
ICANN BOARD SUBMISSION NO. 2012-06-23-11

TO: ICANN Board of Directors
TITLE: GNSO Improvements Program Wrap-Up/June 2012
PROPOSED ACTIONS: Acknowledge Accomplishments and Thank Volunteers

EXECUTIVE SUMMARY:

The GNSO Improvements Program has its origins in a February 2008 Board Governance Committee (BGC) Report on GNSO Improvements, which outlined five target areas as shown in the graphic.

Community preparation and planning activities began in May 2008 and the program moved substantially forward at the Mexico City ICANN meeting (March 2009) at which time five Work Teams under the auspices of two Steering Committees were officially inaugurated. More than 100 community volunteers and Staff members have been actively involved in pursuit of the program’s goals since its inception.



The GNSO is now approaching the fourth year of this implementation effort.

At this juncture, with the program having substantially developed the structures, policies, procedures, and disciplines designed to achieve long-term improvement in all five areas, Staff recommends that the Board formally acknowledge the accomplishments of the Program and thank the community for its work efforts. To this end, a proposed Resolution is presented below for Board action.

For each of the five target areas, Staff has documented the most significant accomplishments and milestones of this Program since its inception (see accompanying ANNEX). While there are a few tasks remaining, Staff believes that they can be managed to fruition as part of an ongoing effort to continuously monitor and improve GNSO operations under the auspices of the GNSO Council --- ideally it’s Standing Committee on Improvement Implementation (SCI).

This effort has been truly substantial and is a testament to the capacity inherent in the multi-stakeholder model which has come together to produce a plethora of major improvements to GNSO structures, operations, and processes over the past few years.

PROPOSED RESOLUTION:

WHEREAS, the GNSO Improvements Program was conceived following publication of the Board Governance Committee (BGC) Report on GNSO Improvements in February 2008;

WHEREAS, the BGC recommended a series of specific and substantial improvements initiatives organized into five major areas: (1) Restructure the GNSO/Council; (2) Adopt a Working Group Model; (3) Revise the Policy Development Process; (4) Enhance & Support Stakeholder Groups and Constituencies; and (5) Improve Communications and Coordination among ICANN Structures;

WHEREAS, community preparation and planning activities began in May 2008 and, primarily through the work of two Steering Committees, five Work Teams, and over a hundred participants, the Program has substantially developed the structures, policies, procedures, and disciplines designed to achieve long-term improvement in all five target areas;

It is **RESOLVED** that:

The Board acknowledges the outstanding accomplishments of the GNSO Improvements Program and recognizes the positive effects of the structural, operational, and process improvements successfully implemented within the GNSO over the past four years. The Board thanks the GNSO Council, the Steering Committees, Work Teams, volunteers, and Staff members who invested considerable time, effort, and commitment toward achieving the original vision of the Board Governance Committee. The Board looks forward to continued improvement in the GNSO.

RATIONALE:

The GNSO is the primary engine in the ICANN community for fashioning, recommending changes, and making modifications to generic top-level domain policies. At its core, the objective of the GNSO review process has been to identify ways to improve the inclusiveness and representativeness of the GNSO's work while increasing its effectiveness and efficiency.

The multi-year GNSO review process has been guided by several key objectives, including:

1. maximizing the ability for all interested stakeholders to participate in the GNSO's processes;
2. ensuring recommendations can continue to be developed on gTLD "consensus policies" for Board review, and that the subject matter of "consensus policies" is clearly defined;
3. ensuring policy development processes are based on thoroughly-researched, well-scoped objectives, and are run in a predictable manner that yields results that can be implemented effectively; and
4. improving communications and administrative support for GNSO objectives.

The GNSO Improvements approved by the Board, and implemented by the GNSO community and ICANN staff over the past several years have focused on five main areas:

Adopting a Working Group Model: A working group model should become the focal point for policy development and enhance the policy development process by making it more inclusive and representative, and – ultimately – more effective and efficient.

Revising the PDP: The GNSO’s policy development process (PDP) needs to be effective and responsive to ICANN's policy development needs. It should be brought in-line with the time and effort actually required to develop policy, and made consistent with ICANN's existing contracts.

Restructuring the GNSO Council: The Council should move away from being a legislative body concerned primarily with voting towards becoming a smaller, more focused strategic entity, composed of four broad stakeholder groups, with strengthened management and oversight of the policy development process.

Enhancing Constituencies: Constituency procedures and operations should become more transparent, accountable and accessible .

Improving Communication and Coordination with ICANN Structures: There should be more frequent contact and effective communication between the GNSO Council, GNSO constituencies and the members the Council elects to the Board, and among the Chairs of the GNSO, other Supporting Organizations (SOs) and Advisory Committees (ACs)

The GNSO Improvements implemented by the GNSO community and ICANN Staff have addressed these key issue areas and merit recognition at this time. The Board understands that “improving” the structures and processes of its various communities is a constant, continuing and ongoing process and that a new independent review process of the GNSO is expected to be initiated next year.

Submitted by:	David Olive, Robert Hoggarth
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2012-06-23-1.12-Board Submission-NomCom- Transparency-Requirements

ICANN BOARD SUBMISSION NO. 2012-06-23-1.12

TITLE: APPROVAL OF NOMCOM TRANSPARENCY GUIDELINES

PROPOSED ACTION: For Board Approval

EXECUTIVE SUMMARY:

Accountability and Transparency Recommendation (ATRT) No. 3 states as follows: “Board & NomCom should increase transparency of NomCom’s deliberations & decision-making process; e.g. explain timeline, skill-set criteria before process starts, & explain choices made at the end.” In furtherance of this recommendation, the Board Governance Committee (BGC) has developed a short set of Guidelines that all Nominating Committees should be required to follow. See Exhibit A attached.

The BGC provided the current NomCom with these Guidelines and asked for any recommended revisions. The current NomCom Chair-Elect provided a minor clarification on one item that has been adopted, but no other changes were suggested.

BOARD GOVERNANCE COMMITTEE RECOMMENDATION

The BGC recommends that the Board adopt the Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities and that all Nominating Committees be required to follow those Guidelines.

PROPOSED RESOLUTION

Whereas, the Accountability and Transparency Review Team has recommended that the Board and Nominating Committee (NomCom) should increase the transparency of the NomCom’s deliberations and decision-making process.

Whereas, the Board Governance Committee (BGC) has developed and shared some suggested Guidelines with the current NomCom.

Whereas, the current NomCom has had the opportunity to review and comment on the Guidelines.

Resolved (2012-06-xx.xx), the Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities are approved and all Nominating Committees are required to comply with these Guidelines.

Resolved (2012-06-xx.xx), the Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities shall be posted in the appropriate location on the NomCom website.

PROPOSED RATIONALE:

ICANN is committed to the transparency, to the extent feasible, of all decision-making processes that impact the ICANN community. The Nominating Committee (NomCom) is a key part of the process in that the NomCom selects important leadership positions within ICANN's Supporting Organizations, Advisory Committees and Board. The community is entitled to have a clear and thorough understanding of the NomCom selection process, to the extent providing that information does not violate any rules of privacy or confidentiality.

Recognizing the importance of transparency in the NomCom processes, ATRT Recommendation No. 3, which was approved by the Board, stated: "Board & NomCom should increase transparency of NomCom's deliberations & decision-making process; e.g. explain timeline, skill-set criteria before process starts, & explain choices made at the end." The Board assigned this particular ATRT Recommendation to the BGC for managing. Noting that each NomCom is empowered to create its own procedural rules, the BGC deemed that creating a

limited and focused set of Guidelines for all NomCom's to follow would be the most effective way to address ATRT Recommendation No. 3.

This resolution will have a positive impact on ICANN and the community as it will provide greater transparency into the NomCom activities. There will not be any fiscal impact or any impact on the security, stability or resiliency of the domain name system.

Submitted by:	Amy Stathos
Position:	Deputy General Counsel
Date Noted:	14 June 2012
Email:	amy.statos@icann.org

EXHIBIT A

Guidelines to Preserve Transparency of Nominating Committee (NomCom) Activities

The guidelines below will be incorporated into each Nominating Committee's procedures to assure transparency into the NomCom process. None of these guidelines are intended to impact the independence of the NomCom in performing its duties.

Timeline preparation and publication: Within 60 days of the seating of a NomCom, the NomCom shall publish to the ICANN website a timeline for the NomCom's process for that selection year.

Requirements for consultations: As early as possible within the NomCom candidate selection process the NomCom shall request from each group to which the NomCom is making an appointment for that year, written indication of the skill sets that the group deems necessary or critical for the NomCom to consider when making appointments.

Calls for Expressions of Interest:

- The identified skill sets shall be included in the NomCom's call for candidates or within a supplement to a call for candidates, provided in sufficient time to allow for qualified candidates to be identified.
- The NomCom shall continue to encourage expressions of interest from culturally and regionally diverse candidates.

Reporting:

- At each ICANN Public Meeting, the NomCom shall provide a report to the community on the status of its work and adherence to the timeline. To the extent that each of these reports can be coordinated with a posting to the ICANN Blog.
- At the conclusion of the selection process, the NomCom shall explain its selections, identifying why the people were selected. This could include, for example, a mapping to identified skill sets. To preserve the independence of the NomCom and privacy of candidates, this reporting is not envisioned to require reporting on why particular candidates were not selected.

**2012-06-23-1.13-Board Submission-.post RSEP
Requeset**

BOARD SUBMISSION NO. 2012-06-23-1.13

SUBMISSION TITLE: .POST request to register second-level names that are TLDs

Attachments:

- Universal Postal Union (UPU) Registry Services Evaluation Process request (October 2012)
- Redline of Art III, Section 3.1.d.C of the Universal Postal Union (UPU) agreement reflecting the requested change

Current Environment and Recent Developments

On 4 October 2011, the Universal Postal Union (UPU), the .post registry, requested to release and allocate second-level names that are TLD names. These names are currently reserved in the .post registry agreement. (They are already allowed to register ccTLD names so the net effect is to register gTLD names such as com.post and org.post.)

The request was done in accordance with the Registry Services Evaluation Policy and process set forth at <http://www.icann.org/registries/rsep/rsep.html>. Based on the information provided, ICANN's did not identify any significant competition, security or stability issues. On 7 December 2011, UPU sent via e-mail the draft proposed amendment language. From December 2011 to March 2012, ICANN and UPU discussed and agreed on the amendment language.

The UPU wishes to do this "in order to help identify the [.post] community of potential registrants, facilitate the location of qualified registrants within the .post domain, ensure the establishment of the .post brand value and guarantee trust and predictability for the domain structure, ... [by utilizing] ... ".gov" for UPU member country governments, ".com" for postal commercial entities, ".edu" for postal educational institutions and ".org" for other postal community-based associations and organizations (without prejudice to the possibility to refer to and use other [TLD] domain strings as the .post Domain Management Policy evolves over time)."

Recommendation

It is recommended to approve the amendment request.

Rational for Recommendation

- ICANN's stakeholder relations, legal, and technical teams reviewed the RSEP proposal for competition and DNS stability issues and found none.
- This restriction does not appear in the new gTLD draft registry agreement. (This is the first time an existing registry has requested to remove the restriction on registering other existing TLD strings at the second level.)
- Lifting the restrictions follows the recommendations of the GNSO Reserved Names Working Group that found the restriction no longer necessary.
- Several existing registries (i.e. .COM .NET .ORG) already have many of the reserved names registered before the rule was implemented.
- ICANN held a public comment period from 9 April 2012 to 30 May 2012. UPU addressed the comments during the reply period. The summary of the comments and UPU's reply is available below.

Summary of Public Comments (9 April 2012 to 30 May 2012)

Opposition to .post Amendment & Proposed Consent for Reserved Name Second Level Registrations

UPU should be held to the terms of the agreement as signed; this is in agreement with the policy ICANN advocates in the new gTLD Applicant Guidebook which requires new gTLD applicants not to accept registrations of IANA and other names. Perhaps ICANN should consider in the post-new gTLD evaluation era amending the gTLD agreements to allow second level registration of reserved names where an appropriate authority (over a reserved name) consents to the second level registration. Example: if ZADNA consents to or requests registration of za.music, then the music registry operator should be allowed to accept such a registration. Same thing if the Kenyan Government wants kenya.africa, then the .africa registry operator should be allowed to accept such a registration. ZADNA (8 May 2012)

Rationale For and Timing of the Amendment Requirement

Why is this amendment being sought and why now? If there is no technical issue with the change then why impose a needless restriction? M. Neylon (10 May 2012)

Regarding com.post, what was ICANN's thinking? S. Goldstein (10 April 2012)

.Post Country Code Registrations--Clarification

This request's announcement had a minor error in it--a reference made by ICANN that UPU was requesting permission to use country codes, which ICANN subsequently rectified. In accordance

with the relevant provisions contained in Appendix 6 of the .post sTLD Agreement, the UPU is already permitted to work in conjunction with its member countries to assign and use ISO-3166 country codes in .post domain name registrations. UPU (30 May 2012)

UPU response to public comments

- UPU reinforces its request that the current restriction pertaining to registration of previously-reserved IANA domain strings at the second level within the TLD be removed from the .post Sponsored TLD Agreement to allow the UPU to fulfill the .post objectives and the implementation of the .post Domain Management Policy as approved by its member countries.
- The need for submitting this RSEP request was identified as the outcome of preparations of comprehensive domain management policy and naming conventions resulting from extensive multi-stakeholder debates conducted within the UPU and finally decided by the bodies of the UPU over the past two years.
- The proposed service requested is merely seeking to implement recent ICANN decisions and recommendations concerning the use of previously-reserved strings, particularly the Final Report of the Reserved Names Working Group (GNSO New TLDs Committee) of 23 May 2007, as well as the current version of the gTLD Applicant Guidebook (11 January 2012), in which such gTLD string second- or higher-level registration requirements no longer exist (see section 2.6, Draft New gTLD Registry Agreement and its Specification 5-“Schedule of Reserved Names at the Second Level in gTLD Registries”). UPU (30 May 2012)

RESOLUTION: Approval of UPU request to release and allocate previously-reserved IANA strings to second- and higher-level .POST sTLD registrations.

Whereas, UPU submitted a Request pursuant to ICANN's Registry Services Evaluation Policy to to release and allocate previously-reserved TLD names in second- and higher-level .POST registrations.

Whereas, ICANN evaluated the proposed amendment to the .POST Registry Agreement as a new registry service pursuant to the Registry Services Evaluation Policy, did not identify any security, stability or competition issues, and posted an amendment for public comment and Board consideration (<http://www.icann.org/en/news/public-comment/post-amendment-2012-09apr12-en.htm>).

Whereas, the potential issues cited during the public comment period and by ICANN were addressed by UPU's responses.

Whereas, the restriction UPU seeks to release no longer exists in the new gTLD Agreement.

RESOLVED (2012. __. __), the amendment to request to release and allocate previously-reserved TLD names to second- and higher-level .POST sTLD registrations is approved, and the CEO and General Counsel are authorized to take actions to implement the amendment.

Submitted by: Kurt Pritz

Position: SVP Stakeholder Relations

Date Noted: 15 June 2012

Email and Phone Number: kurt.pritz@icann.org; Contact

2012-06-23-2.1-Board Submission-com_Renewal

Board Meeting: 2012 .com Registry Agreement Renewal

Executive Summary

This paper is divided into five sections. The first (p.1 of the annex) briefly describes the process for the proposed renewal of the .com agreement. It is important to state it here to demonstrate that ICANN is following its processes.

The second (p.1) outlines the changes in the proposed .com renewal agreement. It is similar in content to the document that was provided to the Board in Costa Rica.

The third (p.3) is a brief overview of public comment made after the proposed agreement was posted.

The fourth (p.9) is a summary of the discussion points raised during the Board information call on .com renewal on 31 May 2012.

The fifth (p.11) provides a proposed resolution and supporting rationale.

The issues raised in the comments are:

Adopt New gTLD RPMs	Adoption of subsequent Policies Ratified by ICANN	Single-Character Registrations
Require Thick Whois	Make all Registry Contracts Equivalent	Presumptive Renewal and Pricing Provisions
Whois Protocol Replacement	Verisign Should Appoint a Chief Compliance Officer	Competitive Contract Bidding

In addition, the complete Comment Summary and Analysis can be found at <http://forum.icann.org/lists/com-renewal/msg00046.html>. Board members can use it as a reference document if seeking information on a specific issue.

Recommendation: The Board should approve the proposed agreement. There are significant improvements in security and stability compared to the existing agreement. ICANN listened to the Board and community and has acted up to the limit of its authority under the existing agreement.

While thoughtful and carefully considered, the comments do not bring substantive new suggestions. This is not surprising as public comment on these issues and the ICANN's limitations under the agreement have existed for some time across several registry agreements.

Proposed Resolution and Rationale

Whereas, the current .com Registry Agreement is due to expire on 30 November 2012.

Whereas, Section 4.2 of the current .com Registry Agreement provides that the Agreement shall be renewed upon the expiration of the initial term so long as certain requirements are met, and that upon renewal, in the event that certain terms of this Agreement are not similar to the terms generally in effect in the Registry Agreements of the five largest gTLDs (determined by the number of domain name registrations under management at the time of renewal), renewal shall be upon terms reasonably necessary to render the terms of this Agreement similar to such terms in the Registry Agreements for those other gTLDs.

Whereas, the proposed .com renewal Registry Agreement includes modified provisions to bring the .com Registry Agreement into line with other comparable agreements (e.g., .biz, .info, .net, .org), including modifications to terms such as functional and performance specifications, Whois, indemnification, and broad audit provisions.

Whereas, ICANN commenced a public comment period on the proposed .com renewal Registry Agreement on 27 March 2012 (see, <<http://www.icann.org/en/news/public-comment/com-renewal-27mar12-en.htm>>) that was closed on 17 May 2012.

Whereas, ICANN received 40 comments from 34 different commenters addressing subjects such as rights protection mechanisms, thick Whois, Whois protocol replacement, application of subsequent policies ratified by ICANN, equivalent registry contracts, chief compliance officer, single-character registrations, presumptive renewal and pricing provisions, competitive contract bidding and a summary and analysis of those comments was prepared and provided to the Board.

Whereas, no revisions to the proposed .com renewal Registry Agreement are necessitated after taking into account the thoughtful and carefully considered comments received.

Whereas, the proposed .com renewal Registry Agreement includes significant improvements in security and stability as compared to the current .com Registry Agreement.

Resolved (2012.06.23.XX), the proposed renewal .com Registry Agreement is approved, and the CEO and the General Counsel are authorized to take such actions as appropriate to implement the agreement.

Rationale:

Why the Board is addressing the issue now?

The .com Registry Agreement is due to expire on 30 November 2012.

What is the proposal being considered?

In accordance with the renewal provisions of the current .com Registry Agreement, the proposed .com renewal Registry Agreement includes modified provisions to bring .com into line with other comparable agreements (e.g. .biz, .info, .net, and .org), including modifications to terms such as functional and performance specifications, Whois, indemnification, and broad audit provisions. In addition to the changes to bring .com into conformance with other agreements, Verisign has requested a change to give more flexibility for the registry to take action to prevent the registration of particular domain names when necessary in order to protect the security and stability of the DNS and the Internet – such as the actions that were taken by Verisign and other registries in coordination with ICANN in order to mitigate the threat from the Conficker virus.

Which stakeholders or others were consulted?

ICANN conducted a public comment period on the proposed .com renewal Registry Agreement from 27 March 2012 through 17 May 2012, following which time the comments were summarized and analyzed for Board review.

What concerns or issues were raised by the community?

Various members of the community raised the concerns summarized in the aforementioned analysis, including concerns with respect to rights protection mechanisms, thick Whois, Whois protocol replacement, application of subsequent policies ratified by ICANN, equivalent registry contracts, chief compliance officer, single-character registrations, presumptive renewal and pricing provisions, competitive contract bidding.

What significant materials did the Board review?

The Board reviewed the proposed .com Renewal Registry Agreement and its Appendices, as well as the summary of public comments and Staff's response to those comments.

What factors the Board found to be significant?

The Board carefully considered the public comments and the Staff recommendation with respect to those comments. The Board considered ICANN's contractual obligations with respect to the current .com Registry Agreement in reaching this decision, specifically that the agreement must be renewed absent certain uncured breaches by the registry operator and that certain terms of the renewal are required to conform to existing comparable gTLD registry agreements.

Are there positive or negative community impacts?

As part of the renewal process, ICANN conducted a review of Verisign's recent performance under the current .com Registry Agreement. The compliance review covered areas including: DNS availability; equal Registrar access to the SRS; bulk zone file access; payment of required fees; and submission of monthly reports. Verisign was found to have met its contractual requirements (see <http://www.icann.org/en/resources/compliance/reports/operator-verisign-com-27mar12-en.pdf>). Evidence indicates that the community can expect that good performance to continue.

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

There is no fiscal impact expected if ICANN approves the proposed .com renewal Registry Agreement. The provisions regarding registry-level fees and pricing constraints are consistent with the new gTLD base agreement and the current major gTLDs.

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

There are no expected security, stability, or resiliency issues related to the DNS if ICANN approves the proposed .com renewal Registry Agreement. The proposed agreement in fact includes terms intended to allow for swifter action in the event of certain threats to the security or stability of the DNS.

Submitted by: Kurt Pritz

Position: SVP Stakeholder Relations

Date Noted: 15 June 2012

Email and Phone Number: kurt.pritz@icann.org; Contact

2012-06-23-2.2-Board Submission-Adoption-of-FY13- Budget

ICANN BOARD SUBMISSION NO. 2012-06-23-2.2

TITLE: ADOPTION OF THE FY13 OPERATING PLAN AND BUDGET

PROPOSED ACTION: For Board Approval

EXECUTIVE SUMMARY:

Each year the Board adopts the annual Operating Plan and Budget. The FY13 Operating Plan and Budget is to be submitted to the Board for adoption. The initial Budget Framework was posted in January 2012, which is earlier than usual. This early posting has allowed for greater input and involvement by the community. Not only are the day-to-day operational requirements covered, but so are specific requests for funding from members of the community.

STAFF RECOMMENDATION:

Staff recommends that the FY13 Budget be adopted.

BOARD FINANCE COMMITTEE RECOMMENDATION:

The Board Finance Committee (BFC) at its meeting on 23 June 2012 is expected to recommend that the Board adopt the FY13 Operating Plan and Budget. The below resolution has been drafted as if the BFC has recommended approval.

PROPOSED RESOLUTION:

Whereas, on 6 May 2012, ICANN's Board approved an update to the Strategic Plan: <http://www.icann.org/en/planning/>

Whereas, the Framework for the FY13 Operating Plan and Budget was posted in on 17 January 2012 for community consultation and was presented during several webinars.

Whereas, community consultations were held to discuss and obtain feedback on the Initial Framework.

Whereas, the draft FY13 Operating Plan and Budget was posted for public comment in accordance with the Bylaws on 1 May 2012 based upon the Framework for the FY13 Operating Plan and Budget, community consultation, and consultations with the Board Finance Committee. <http://www.icann.org/en/public-comment/#op-budget-fy12>

Whereas, ICANN has actively solicited further community feedback and consultation with the ICANN community through online conference calls, meetings in San Jose, and email communication.

Whereas, the ICANN Board Finance Committee has discussed, and guided staff on, the development of the FY13 Operating Plan and Budget at each of its regularly scheduled meetings.

Whereas, the ICANN Board Finance Committee met in Prague on 23 June 2012 to discuss the FY13 Operating Plan and Budget, and recommended that the Board adopt the FY13 Operating Plan and Budget.

Resolved (2012.06.23.XX), the Board adopts the FY13 Operating Plan and Budget [INSERT URL].

RATIONALE:

In accordance with Article XVI, Section 4 of the ICANN Bylaws, the Board is to adopt an annual budget and publish it on the ICANN website. On 1 May 2012, a proposed annual budget was drafted and posted based on discussions with the Executive team, and extensive consultations with ICANN Supporting Organizations, Advisory Committees, and other stakeholder groups throughout the prior several months.

In addition to the day-to-day operational requirements, the draft budget includes amounts allocated to various FY13 budget requests received from community leadership. The annual budget discloses the impacts of the new gTLD application process, in direct response to community concerns of the budget framework, which was posted in February 2012. Further, all other comments received on the Framework, have been considered and discussed, and when appropriate and feasible have been adopted. A detailed Operating Plan is included in the budget indicating the major projects and initiatives that staff and community will undertake during the 2012-2013 fiscal year.

This budget will have a positive impact in that it provides a proper framework by which the Strategic Plan will be managed and fulfilled. This will have a fiscal impact on ICANN and the community as is intended. This should not have anything but a positive impact on the security, stability and resiliency of the domain name system (DNS) with respect to any funding that is dedicated to those aspects of the DNS.

Submitted by:	Xavier Calvez
Position:	Chief Financial Officer
Date Noted:	14 June 2012
Email	xavier.calvez@icann.org

2012-06-23-2.3-Board Submission-April-2013-Meeting Location

ICANN BOARD SUBMISSION No. 2012-06-23-2.3

TITLE: Location of April 2013 ICANN Meeting

PROPOSED ACTION: For Board Approval

EXECUTIVE SUMMARY:

The location of the ICANN Public Meeting (“Meeting”) to be held from 7-12 April 2013 needs to be confirmed. In the regular rotation, this Meeting is to be held in Asia Pacific. The Annex to this paper summarizes the steps taken to locate a site for the Asia Pacific 2013 Meeting.

STAFF RECOMMENDATION:

Staff recommends accepting the proposal of the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC) to co-host the April 2013 Meeting in Beijing, China.

BOARD FINANCE COMMITTEE RECOMMENDATION:

The Board Finance Committee recommends the budget for Asia Pacific 2013 as reflected in the Annex to this Paper.

PROPOSED RESOLUTION:

Whereas, ICANN intends to hold its first Meeting for 2013 in the Asia Pacific region as per its policy,

Whereas, the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC), submitted a viable proposal to serve as co-hosts for the ICANN 2013 Asia Pacific Meeting.

Whereas, staff has completed a thorough review and analysis of the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC) proposal and finds it acceptable.

Whereas, the Board Finance Committee has approved the budget for the ICANN 2013 Asia Pacific Meeting as proposed.

Resolved (2012.06.xx.xx), the Board accepts the proposal of the China Internet Network Information Center (CNNIC), the Internet Society of China (ISC) and the China Organizational Name Administration Center (CONAC), and approves that the ICANN 2013 Asia Pacific Meeting shall be held in Beijing, China from 7-12 April 2013, with a budget not to exceed US\$2.23M.

PROPOSED RATIONALE

As part of ICANN’s public meeting schedule, three times a year ICANN hosts a meeting in a different geographic region (as defined in the ICANN Bylaws) of the world. Meeting Number 46, scheduled for 7-12 April 2013, is to occur in the Asia Pacific geographic region. A call for recommendations for the location of the meeting

in Asia Pacific was posted on 25 April 2011. Proposals were received from numerous parties. The Staff performed a thorough analysis of all of the proposals and prepared a paper to identify those that met the Meeting Selection Criteria. Based on the proposals and analysis, the Staff has recommended that ICANN 46 be held in Beijing, China.

The Board reviewed Staff's recommendation for hosting the meeting in Beijing, China and the determination that the proposal met the significant factors of the Meeting Selection Criteria used to guide site selection work. Outside of the call for recommendations, the process for selection of sites does not call for public consultation, as the staff assessment of the feasibility of any site is the primary consideration.

There will be a financial impact on ICANN in hosting the meeting and providing travel support as necessary, as well as on the community in incurring costs to travel to the meeting. But such impact would be faced regardless of the location of the meeting. There is no impact on the security or the stability of the DNS due to the hosting of the meeting.

The Board thanks all who recommended sites for ICANN Meeting Number 46.

Submitted by:	Nick Tomasso
Position:	Senior Director, Meetings & Language Services
Date Noted:	12 June 2012
Email and Phone Number	nick.tomasso@icann.org

2012-06-23-2.4-Board Submission-Whois Review Team Final Report

TITLE: WHOIS Policy Review Team Final Report

PROPOSED ACTION: For Board Information and Action

EXECUTIVE SUMMARY:

The WHOIS Policy Review Team, constituted under ICANN's Affirmation of Commitments (AoC) agreement with the U.S. Department of Commerce, submitted its Final Report and Recommendations to the ICANN Board on 11 May 2012. This document was immediately posted in a public comment forum, which is scheduled to end 11 July 2012. Some of the Recommendations were modified from the draft Report that the Team posted for public comment and the Board reviewed earlier this year, but the Team's key objectives remain unchanged. It is Staff's view that the Recommendations are within the scope of the Team's AoC mandate,¹ and that the Recommendations' general goals are consistent with ICANN's WHOIS strategy and activities. However, there are important differences in the detailed approaches of some Recommendations, and the limited authority of the Board and Staff may not be clear in the Report.

A majority of the 16 final Recommendations could be implemented and are consistent with ICANN's strategic plans (see below and the Annex to this paper). In general, the objectives of many of the Recommendations are being pursued in the RAA negotiations, but some of the details differ from law enforcement proposals and from Staff proposals under discussion with the registrars. Further, should the RAA negotiations fail to achieve an agreement in these areas, GNSO policy development processes (PDPs) could be required and other implementation options (involving public policy, legal and operational issues) would need to be considered. Final Staff recommendations on implementation of some Recommendations are pending until the conclusion of the RAA negotiations.

¹ 9.3.1 ICANN additionally commits to enforcing its existing policy relating to WHOIS, subject to applicable laws. Such existing policy requires that ICANN implement measures to maintain timely, unrestricted and public access to accurate and complete WHOIS information, including registrant, technical, billing, and administrative contact information. One year from the effective date of this document and then no less frequently than every three years thereafter, ICANN will organize a review of WHOIS policy and its implementation to assess the extent to which WHOIS policy is effective and its implementation meets the legitimate needs of law enforcement and promotes consumer trust. The review will be performed by volunteer community members and the review team will be constituted and published for public comment, and will include the following (or their designated nominees): the Chair of the GAC, the CEO of ICANN, representatives of the relevant Advisory Committees and Supporting Organizations, as well as experts, and representatives of the global law enforcement community, and global privacy experts. Composition of the review team will be agreed jointly by the Chair of the GAC (in consultation with GAC members) and the CEO of ICANN. Resulting recommendations of the reviews will be provided to the Board and posted for public comment. The Board will take action within six months of receipt of the recommendations.

Staff recommends that the Board encourage public discussion and input from key stakeholders on the Final Report and Recommendations, and instruct Staff to assess the Recommendations and input, and report to the Board on potential implementation plans and resource needs.

BACKGROUND

General background information on WHOIS is posted online. Available on BoardVantage is a status report on the RAA negotiations (in the Prague meeting folder), and the Board paper and Annex on the WHOIS Review Team’s Draft Report (in the February 2012 Los Angeles Workshop folder).

The Annex to this paper summarizes the Report’s findings and addresses, for each of the 16 Recommendations: an initial assessment of whether it is feasible; key consultations needed; potential implementation paths/options that are being, or could be, explored (which may evolve as research continues, and as RAA negotiations advance); and the estimated time frame for development of draft implementation plans and resource estimates for the Board's consideration.

WHOIS Policy Review Team Report Recommendations Summary & Initial Staff Assessment (More detailed Staff analysis is included in the Annex to this paper.)

WHOIS Policy Review Team Report Recommendations	Initial Staff Assessment
<p>1. Strategic Priority -- WHOIS, in all its aspects, should be a strategic priority, form the basis of staff incentivization (including CEO’s) and organizational objectives; Board should create a committee that includes the CEO to be responsible for priority and key actions; issue public updates on progress against targets for all aspects of WHOIS.</p>	<p>The portions of this document and the Annex that reflect staff's initial assessment of the feasibility of implementation of the recommendations of the Whois Review Team have been redacted, as they are in very initial form, were not considered by the Board, and may vary from the final feasibility assessments reached after the completion of the work directed by the Board in June 2012. Release of the initial staff assessments at a time when the ICANN community is actively engaged in providing input on the Final Report and Recommendations may impact the focus of that input, and ICANN does not want to interfere with the community consideration of this issue. ICANN is committed to re-evaluating the scope of redaction to this paper and annex after the publication of more robust feasibility assessments and, where applicable, implementation paths.</p>
<p>2. Single WHOIS Policy -- Board should oversee creation of a single WHOIS policy document, and reference it in agreements with Contracted Parties; clearly document the current gTLD WHOIS policy as set out in the gTLD Registry & Registrar contracts & Consensus Policies and Procedure.</p>	
<p>3. Outreach -- ICANN should ensure that WHOIS policy issues are accompanied by cross-community outreach, including outreach to the communities outside of ICANN with a specific interest in the issues, and an ongoing program for consumer awareness.</p>	
<p>4. Compliance -- ICANN should ensure that its compliance function is managed in accordance with best practice principles, including full transparency on resourcing and structure; provide annual reports; appoint a senior executive whose sole responsibility would be to oversee and manage ICANN’s compliance function (reporting to Board Committee); provide all necessary resources to manage and scale compliance team’s activities.</p>	
<p>Data Accuracy</p> <p>5. ICANN should ensure that the requirements for accurate WHOIS data are widely and pro-actively communicated, including to current and prospective Registrants, and should use all means available to progress WHOIS accuracy, including any internationalized WHOIS data, as an organizational objective.</p> <p>6. ICANN should take appropriate measures to reduce the number of WHOIS registrations that fall into the accuracy groups “Substantial Failure and Full Failure” (as defined by the NORC Data Accuracy Study, 2009/10) by 50% within 12 months and by 50% again over the following 12 months.</p> <p>7. ICANN shall produce and publish an accuracy report focused on measured reduction in WHOIS registrations that fall into the</p>	

accuracy groups “Substantial Failure and Full Failure” on an annual basis.

8. ICANN should ensure that there is a clear, unambiguous and enforceable chain of contractual agreements with registries, registrars, and registrants to require the provision and maintenance of accurate WHOIS data; agreements should ensure that clear, enforceable and graduated sanctions apply to registries, registrars and registrants that do not comply with its WHOIS policies; sanctions should include de-registration &/or de-accreditation in cases of serious or serial non-compliance.

9. Board should ensure that the Compliance Team develop metrics to track the impact of the annual WHOIS Data Reminder Policy (WDRP) notices to registrants; metrics should be used to develop and publish performance targets, to improve data accuracy over time; if this is unfeasible, Board should ensure that an alternative, effective policy is developed and implemented that achieves the objective of improving data quality, in a measurable way.

10. Data Access – Privacy and Proxy Services -- ICANN should initiate processes to regulate and oversee privacy and proxy service providers; processes should be developed in consultation with all interested stakeholders and note relevant GNSO studies; a possible approach to achieving this would be to establish an accreditation system for all proxy/privacy service providers, and consider the merits (if any) of establishing or maintaining a distinction between privacy and proxy services; goal is to provide clear, consistent and enforceable requirements for the operation of these services consistent with national laws, and to strike an appropriate balance between stakeholders with competing but legitimate interests -- including privacy, data protection, law enforcement, the industry around law enforcement and the human rights community. A list of objectives for regulation is provided for consideration, including: labeling WHOIS entries made by a privacy or proxy service; providing full WHOIS contact details for the privacy/proxy service provider; adopting agreed standardized relay and reveal processes and timeframes; Registrars should disclose their relationship with any proxy/privacy service provider; maintaining dedicated abuse points of contact for each provider; conducting periodic due diligence checks on customer contact information; maintaining the privacy and integrity of registrations in the event that major problems arise with a privacy/proxy provider; and providing clear and unambiguous guidance on the rights and responsibilities of registered name holders, and how those should be managed in the privacy/proxy environment.

11. Data Access – Common Interface

It is recommended that the Internic Service is overhauled to provide enhanced usability for consumers, including the display of full registrant data for all gTLD domain names (whether those gTLDs operate thin or thick WHOIS services); operational improvements should include enhanced promotion of the service to increase user awareness.

Internationalized Domain Names

12. ICANN should task a working group within six months of publication of this report, to determine appropriate internationalized domain name registration data requirements and evaluate available solutions; at a minimum, the data requirements should apply to all new gTLDs, and the working group should consider ways to encourage consistency of approach across the gTLD and (on a voluntary basis) ccTLD space; working group should report within a year.

13. The final data model, including (any) requirements for the translation or transliteration of the registration data, should be incorporated in relevant Registrar & Registry agreements within 6 months of Board adoption of working group's recommendations, or put explicit placeholders in the new gTLD program agreements, & in existing agreements when they come up for renewal.

14. Metrics should be developed to maintain and measure the accuracy of the internationalized registration data and corresponding data in ASCII, with clearly defined compliance methods and targets.

15. Detailed and Comprehensive Plan -- ICANN should provide a detailed and comprehensive plan within 3 months after the submission of the Final WHOIS Review Team report that outlines how ICANN will move forward in implementing these recommendations.

16. Annual Status Reports -- ICANN should provide at least annual written status reports on its progress towards implementing the recommendations of this WHOIS Review Team. The first of these reports should be published one year, at the latest, after ICANN publishes the implementation plan mentioned in recommendation 15, above.

STAFF RECOMMENDATION:

Staff recommends that:

- The Board thank the WHOIS Review Team;
- The Recommendations, and the differences with law enforcement and RAA negotiations proposals, be publicly discussed in Prague, along with the critical roles multiple entities (especially registrars and the GNSO) have in potential implementation of these Recommendations;
- The Board encourage public input on the Report and request that the GNSO, GAC, ALAC and SSAC, in particular, provide the Board with input; and
- The Board instruct Staff to assess the input and the Recommendations and proposals under discussion, evaluate the potential implementation paths for each Recommendation, and provide the Board with guidance and advice on the Report, including, where appropriate, potential implementation plans and budgets.

PROPOSED RESOLUTION

Whereas, the WHOIS Policy Review Team members volunteered their time over the last 18 months to develop their Final Report and Recommendations, as required by the Affirmation of Commitments;

Whereas the WHOIS Final Report and Recommendations has been posted for public comment for two months;

Resolved, the Board thanks the members of the WHOIS Policy Review Team for their time and commitment to contributing to improvements to the WHOIS service, and for providing substantive Recommendations for the Board's consideration;

Resolved, the Board encourages public input on the Final Report and Recommendations, and requests that the GNSO, ccNSO, GAC, ALAC and SSAC provide input to the Board on Recommendations relevant to their mandates;

Resolved, the Board requests that the President and CEO instruct Staff to consider the public comment and community input, assess the Recommendations and other WHOIS-related proposals under discussion, evaluate the potential implementation paths for each Recommendation, and provide the Board with guidance and advice on the Report, including, where appropriate, potential implementation plans and budgets.

RATIONALE

The Affirmation of Commitments (AoC) between ICANN and the U.S. Department of Commerce commits ICANN to enforcing its existing policy relating to WHOIS, subject to applicable laws, and to organize a community review of WHOIS policy and its implementation to assess the extent to which WHOIS policy is effective and its implementation meets the legitimate needs of law enforcement and promotes consumer trust. The AoC further commits ICANN's Board to publish for public comment the report submitted by the review team, and to take action on the report within six months of its submission.

The Team's volunteer members were appointed by ICANN's CEO and the GAC Chair, per the AoC requirements, and reflected the broad Internet community's interests in WHOIS. Over the past 18 months, the WHOIS Policy Review Team conducted fact-finding, including meetings with ICANN's relevant Supporting Organizations and Advisory Committees and other interested parties, and issued a draft report for public comment before submitting its Final Report and 16 Recommendations to the Board on 11 May 2012. The Report and Recommendations are posted for two months of public comment and the forum closes on 11 July 2012.

Most of the Team's Recommendations address matters relevant to, and/or of interest to, the GNSO, GAC, ALAC and SSAC, as well as Recommendations regarding WHOIS for internationalized domain names,

which are relevant to issues under consideration in the ccNSO. The Board is specifically requesting input from these Supporting Organizations and Advisory Committees – along with public comments – to help inform the Board’s action on the Report.

ATTACHMENTS (posted on Board Vantage):

- Annex to this paper

Submitted by:	Denise Michel -- in coordination with General Counsel, COO, Compliance, Stakeholder Services, Policy, Registrar Liason.	Date Noted:	10 June 2012
Position:	Advisor to the President & CEO	Email and Phone Number	denise.michel@icann.org

**Pages 158 - 161
Intentionally Omitted**

**Item Removed from
Agenda**