

ICANN BOARD SUBMISSION No. 2022.05.01.1b
(Subject to Board Finance Committee Approval)

TITLE: June 2023 ICANN Meeting Venue Contracting

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Board is being asked to authorize the organization to take all steps necessary to complete contracting for the host venue in Washington D.C. for the June 2023 ICANN Public Meeting. While it is the President and CEO's responsibility to identify and select sites for ICANN's Public Meetings in accordance with the Board-approved strategy, per the [ICANN Contracting and Disbursement policy](#) the Board must approve any expenditures that will exceed US\$500,000, as this will, which requires Board approval as it will exceed US\$500,000. The Reference Materials for this paper summarize the steps taken to locate a site for the June 2023 Public Meeting and outline the facility costs.

ICANN ORGANIZATION RECOMMENDATION:

ICANN organization recommends that the Board authorize the President and CEO, or his designee(s), to engage in and facilitate all necessary contracting and disbursement for the host venue and hotel for the June 2023 ICANN Public Meeting in Washington D.C in an amount not to exceed ^{Confidential Negotiation Information}

[BOARD FINANCE COMMITTEE (BFC) RECOMMENDATION (*Subject to BFC Approval*):

The BFC recommends that the Board delegate to the President and CEO, or his designee(s), the authority to take all actions necessary to enter into a contract, and make expense disbursements pursuant to that contract, for the host venue and hotel in Washington D.C., where ICANN will hold its June 2023 Public Meeting in an amount not to exceed ^{Confidential Negotiation Information}

PROPOSED RESOLUTION:

Whereas, ICANN intends to hold its second Public Meeting of 2023 in the North America region.

Whereas, selection of this Washington D.C. location adheres to the geographic rotation guidelines established in the Meeting Strategy Working Group.

Whereas, ICANN organization has completed a thorough review of the available venues in the North America region and finds the one in Washington D.C. to be the most suitable.

Resolved (2022.05.01.xx), the Board authorizes the President and CEO, or his designee(s), to engage in and facilitate all necessary contracting and disbursements for the host venue and hotel for the June 2023 ICANN Public Meeting in Washington D.C., in an amount not to exceed ^{Confidential Negotiation Information}

Resolved (2022.05.01.xx), specific items within this resolution shall remain confidential for negotiation purposes pursuant to Article III, section 5.2 of the ICANN Bylaws until the President and CEO determines that the confidential information may be released.

PROPOSED RATIONALE:

As part of ICANN's Public Meeting strategy, ICANN seeks to host a meeting in a different geographic region (as defined in the ICANN Bylaws) three times a year. ICANN77 is scheduled for 12-15 June 2023. Following a search and evaluation of available venues, the organization identified Washington D.C. as a suitable location for the ICANN Public Meeting.

The organization performed a thorough analysis of the available locations and prepared a paper to identify those that met the Meeting Location Selection Criteria (see <http://meetings.icann.org/location-selection-criteria>). Based on the proposals and analysis, ICANN has identified Washington D.C. as the location for ICANN77. Selection of this North America location adheres to the geographic rotation guidelines established by the Meeting Strategy Working Group.

The BFC has carried out its standard due diligence in reviewing the proposed board decision to recommend approval to the Board. As part of this diligence, the BFC has reviewed the financial risks associated with the proposed decision and the information provided by the org on the measures in place to mitigate those risks. The BFC has found this financial risks and the mitigation in place reasonable and acceptable.

The Board reviewed the organization's briefing for hosting the meeting in Washington D.C. and the determination that the proposal met the significant factors of the Meeting Location Selection Criteria, as well as the related costs for the facilities selected, for the June 2023 ICANN Public Meeting. ICANN conducts Public Meetings in support of its mission to ensure the stable and secure operation of the Internet's unique identifier

systems, and acts in the public interest by providing free and open access to anyone wishing to participate, either in person or remotely, in open, transparent and bottom-up, multistakeholder policy development processes.

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 and venue of the meeting. This action will have no impact on the security or the stability of the DNS.

This is an Organizational Administrative function that does not require public comment.

Submitted by:	Nick Tomasso
Position:	VP, Global Meeting Operations
Date Noted:	01 May 2022
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ICANN BOARD SUBMISSION No. 2022.05.01.1c
(Subject to Board Finance Committee Approval)

TITLE: March 2025 ICANN Meeting Venue Contracting

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

The Board is being asked to authorize the organization to take all steps necessary to complete contracting for the host venue in Seattle, Washington for the March 2025 ICANN Public Meeting. While it is the President and CEO's responsibility to identify and select sites for ICANN's Public Meetings in accordance with the Board-approved strategy, per the [ICANN Contracting and Disbursement policy](#) the Board must approve any expenditures that will exceed US\$500,000, as this will. The Reference Materials for this paper summarizes the reasons for choosing the location for the March 2025 Public Meeting and outlines the facility costs.

ICANN ORGANIZATION RECOMMENDATION:

ICANN organization recommends that the Board delegate to the President and CEO, or his designee(s), the authority to take all actions necessary to enter into a contract, and make expense disbursements pursuant to that contract, for the host venue in Seattle, Washington, where ICANN will hold the March 2025 Public Meeting in an amount not to exceed ^{Confidential Negotiation Information}

BOARD FINANCE COMMITTEE (BFC) RECOMMENDATION *(Subject to BFC Approval)*:

The BFC recommends that the Board delegate to the President and CEO, or his designee(s), the authority to take all actions necessary to enter into a contract, and make expense disbursements pursuant to that contract, for the host venue in Seattle, Washington, where ICANN will hold its March 2025 Public Meeting in an amount not to exceed ^{Confidential Negotiation Information}

PROPOSED RESOLUTION:

Whereas, ICANN intends to hold its first Public Meeting of 2025 in the North America region.

Whereas, selection of this Seattle location adheres to the geographic rotation guidelines established in the Meeting Strategy Working Group.

Whereas, ICANN organization has completed a thorough review of the venue and finds the one in Seattle, Washington to be suitable.

Resolved (2022.05.01.xx), the Board authorizes the President and CEO, or his designee(s), to engage in and facilitate all necessary contracting and disbursements for the host venue for the March 2025 ICANN Public Meeting in Seattle, Washington, in an amount not to exceed Confidential Negotiation Information

Resolved (2022.05.01.xx), specific items within this resolution shall remain confidential for negotiation purposes pursuant to Article 3, section 3.5.d of the ICANN Bylaws until the President and CEO determines that the confidential information may be released.

PROPOSED RATIONALE:

As part of ICANN's Public Meeting strategy, ICANN seeks to host a meeting in a different geographic region (as defined in the ICANN Bylaws) three times a year. ICANN75 is scheduled for 8-13 March 2025. Following the change of the ICANN72 meeting in Seattle, Washington to a virtual meeting, ICANN rescheduled with the venue and arranged to hold the ICANN82 meeting in Seattle.

ICANN org previously confirmed that the Seattle, Washington meeting location meets the Meeting Location Selection Criteria. Selection of this North America location adheres to the geographic rotation guidelines established in the Meeting Strategy Working Group. ICANN org did not conduct a broader search for other available locations for this meeting due to the already confirmed suitability of the venue.

The BFC has carried out its standard due diligence in reviewing the proposed board decision to recommend approval to the Board. As part of this diligence, the BFC has reviewed the financial risks associated with the proposed decision and the information provided by the org on the measures in place to mitigate those risks. The BFC has found this financial risks and the mitigation in place reasonable and acceptable.

The Board reviewed the organization's briefing for hosting the meeting in Seattle, Washington and the determination that the proposal met the significant factors of the Meeting Location Selection Criteria, as well as the related costs for the facilities selected, for the March 2025 ICANN Public Meeting. ICANN conducts Public Meetings in support of its mission to ensure the stable and secure operation of the Internet's

unique identifier systems, and acts in the public interest by providing free and open access to anyone wishing to participate, either in person or remotely, in open, transparent and bottom-up, multistakeholder policy development processes.

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 and venue of the meeting.

This action will have no impact on the security or the stability of the domain name system.

This is an Organizational Administrative function that does not require public comment.

Submitted by:	Nick Tomasso
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01 May 2022

ICANN BOARD PAPER NO. 2022.05.01.2a

TITLE: Second Security, Stability, and Resiliency (SSR2) Review Team Pending Recommendations

PROPOSED ACTION: For Board Consideration and Approval

EXECUTIVE SUMMARY:

This proposed action is in furtherance of [resolution 2021.07.21.11](#), where the Board placed 34 recommendations issued by the second review of the Security, Stability and Resiliency of the Domain Name System (SSR2) in “pending” status. The Board is being asked to take action on three of the pending recommendations. As full analysis is completed for additional pending recommendations, the Board will be apprised and asked to take action on them.

Since 22 July 2021, ICANN org engaged with SSR2 Implementation Shepherds to get clarifications and used responses to analyze the feasibility of a subset of the pending recommendations. The SSR2 Board Caucus considered this analysis in developing their recommended Board action. The OEC oversaw these activities and is now making the recommendation to the Board, based on additional information and analysis by the SSR2 Board Caucus.

ICANN org has informed the SSR2 Board Caucus that it requires additional time to continue addressing the 31 remaining pending recommendations, and will continue to provide regular updates on progress toward Board action.

ORGANIZATIONAL EFFECTIVENESS COMMITTEE (OEC)

RECOMMENDATION:

Based on input provided by the SSR2 Board Caucus, the OEC recommends the Board take action on three of the 34 currently pending recommendations, as documented in the [Scorecard - SSR2 Pending Recommendations - Board Action](#). The Board is being asked to take action on the following SSR2 pending recommendations:

- **Recommendation 5.4** calls for ICANN org to “reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and

achieving in the security space including information describing how ICANN org follows continually improving best practices and process to manage risks, security and vulnerabilities.”

- **Recommendations 19.1 and 19.2** state that ICANN org should “complete the development of a suite for DNS resolver behavior testing” and “ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.”

PROPOSED RESOLUTION:

Whereas, on 22 July 2021 the Board took action on each of the 63 recommendations issued within the SSR2 Review Team Final Report, as specified within the [Scorecard titled "Final SSR2 Review Team Recommendations – Board Action"](#), and provided [rationale](#) for each recommendation.

Whereas, also on 22 July 2021, the Board resolved to place 34 recommendations into one of the three “pending” statuses, and committed to take further action on these recommendations subsequent to the completion of steps as identified in the Scorecard. The Board directed ICANN org to provide relevant information, as requested in the Scorecard, or periodic updates on progress toward gathering relevant information, starting within six months from this Board action, to support further Board action on each recommendation.

Whereas, the Organizational Effectiveness Committee of the ICANN Board has made a recommendation on **xx MONTH 2022**, to the Board based on its oversight of the work of the SSR2 Board Caucus in considering clarifying information from the SSR2 Implementation Shepherds.

Commented [1]: To be filled in once this happens

Resolved (2022.05.01 **xx**), the Board approves Recommendation 5.4, and rejects Recommendations 19.1 and 19.2 issued within the SSR2 Review Team Final Report, as specified within the [“Scorecard-SSR2 Pending Recommendations-Board Action xx](#)

[April 2022](#). The Board directs ICANN's President and CEO, or his designee(s), to take all actions as directed within that Scorecard.

Commented [2]: Link to be added when Scorecard is finalized

PROPOSED RATIONALE:

Why is the Board addressing the issue?

The Security, Stability, and Resiliency (SSR) Review is one of the four Specific Reviews anchored in Section 4.6 of the ICANN Bylaws. Specific Reviews are conducted by community-led review teams, which assess ICANN's performance in fulfilling its commitments. Reviews are critical to maintaining an effective multistakeholder model and helping ICANN achieve its Mission, as detailed in Article 1 of the Bylaws. Reviews also contribute to ensuring that ICANN serves the public interest. The SSR2 Review is the second iteration of the SSR Review and relates to key elements of ICANN's Strategic Plan.

In its [action](#) on 22 July 2021, the Board placed 34 recommendations into one of the three pending statuses, and committed to take further action on these recommendations subsequent to the completion of steps as identified in the [Scorecard](#). Three pending recommendations are now ready for Board action.

Background information

On 22 July 2021, the ICANN Board took [action](#) on the recommendations of the community-led second Security, Stability, and Resiliency (SSR2) Review Team.

The SSR2 Review Team issued sixty-three (63) recommendations in its final report; many recommendations are complex and touch on other significant areas of work underway and therefore could not be addressed in silos.

Noting some broad areas and themes in relation to the SSR2 recommendations, many of which are emphasized in [public comments](#), the Board developed six (6) categories of Board action on SSR2 recommendations; approved, rejects because the recommendation cannot be approved in full, rejects, pending-likely to be approved, pending-holding to seek clarity or further information, pending-likely to be rejected, as

specified within the [Scorecard titled the "Final SSR2 Review Team Recommendations – Board Action."](#) accompanying the Board [rationale](#).

As detailed in the [Scorecard](#) supporting the 22 July 2021 action, the Board made the following determinations by pending categories:

- The Board placed four (4) recommendations (5.4, 19.1, 19.2 and 20.2) into “pending, likely to be approved once further information is gathered to enable approval”.
- The Board placed six (6) recommendations into “pending, likely to be rejected unless additional information shows implementation is feasible”: 6.1, 6.2, 7.4, 9.2, 16.2 and 16.3.
- The Board placed twenty-four (24) recommendations into “pending, holding to seek clarity or further information”: 3.1, 3.2, 3.3, 4.3, 5.3, 7.1, 7.2, 7.3, 7.5, 9.3, 11.1, 12.1, 12.2, 12.3, 12.4, 13.1, 13.2, 14.2, 17.1, 18.1, 18.2, 18.3, 20.1 and 24.1.

The Board committed to resolve the pending status of these thirty-four (34) recommendations and to take appropriate action on the pending recommendations, subsequent to the completion of intermediate steps, as identified in the 22 July 2021 [Scorecard](#). The expected actions range from: ICANN org conducting analysis and identifying gaps or coordinating efforts in particular areas of work, engagement with community or SSR2 Implementation Shepherds for additional clarification and providing reports on related work done to date. This proposed action focuses on three recommendations (5.4, 19.1 and 19.2) of the category, “pending, likely to be approved once further information is gathered to enable approval”.

What is the proposal being considered?

The proposal is in furtherance of [resolution](#) 2021.07.21.11, which placed SSR2 34 recommendations in pending status. The Board is being asked to take action on three of the SSR2 pending recommendations:

- **Recommendation 5.4** calls for ICANN org to “reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and achieving in the security space including information describing how ICANN org follows continually improving best practices and process to manage risks, security and vulnerabilities.”
- **Recommendations 19.1 and 19.2** state that ICANN org should “complete the development of a suite for DNS resolver behavior testing” and “ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.”

ICANN org engaged with the SSR2 Implementation Shepherds and analyzed their responses to inform Board action. With its action on 22 July 2021, the Board directed ICANN org to engage with SSR2 Implementation Shepherds to get clarification on certain recommendations. The details of the engagement are available via the publicly archived email list (see SSR2 Implementation Shepherd [workspace](#)). The SSR2 Board Caucus considered this input and ICANN org [assessment](#) in developing their recommended Board action.

ICANN org has informed the SSR2 Board Caucus that it requires additional time to continue addressing the 31 remaining pending recommendations, and will continue to provide regular updates on progress towards Board action.

Which stakeholders or others were consulted?

In assessing the SSR2 Pending Recommendations, the SSR2 Board Caucus reached out to the SSR2-RT Implementation Shepherds. Implementation Shepherds are former review team members who volunteered to be a resource to provide the Board with clarifications as needed on the intent behind recommendations, the SSR2-RT’s rationale, facts leading to the SSR2-RT’s conclusions, its envisioned timeline, and/or the SSR2-RT’s consideration of what successful measures of implementation could look like. The SSR2 Board Caucus and ICANN org have engaged with the SSR2-RT Implementation Shepherds since the review team concluded its work as detailed on the dedicated [wiki page](#).

Rationale Supporting Board Action on Individual Recommendations

Recommendation the Board approves

The Board approves one recommendation: 5.4 as specified in the [Scorecard- SSR2 Pending Recommendations - Board Action - XX April 2022](#). This recommendation is consistent with ICANN's Mission, serves the public interest, and falls within the Board's remit.

Recommendation 5.4 calls for ICANN org to “reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and achieving in the security space including information describing how ICANN org follows continually improving best practices and process to manage risks, security and vulnerabilities.” While the Board felt the implementation of the recommendation appeared feasible, the Board needed clarification on several elements of this recommendation in order to accurately assess resource requirements and enable approval. For example, the required granularity of the reports expected by the SSR2 Review Team, and what entities the SSR2 Review Team envisioned ICANN org report out to “beyond” the ICANN community were not clear. The Board directed the ICANN President and CEO, or his designee(s) to seek clarifications from the SSR2 Implementation Shepherds on elements of this recommendation that were not clear such as those noted above.

Further clarification from the SSR2 Implementation Shepherds on the granularity of reports and the frequency of publications was received on [10 January 2022](#). The clarifications received from the Implementation Shepherds confirmed that ICANN org should seek the disclosure of additional details within audit reports, with an annual reporting cadence.

The Board therefore approves this recommendation with a direction to the ICANN President and CEO to engage in discussion with any firm producing an audit for ICANN to implement appropriate additional disclosures within the publicly available reports, implementation is subject to prioritization and costing

Recommendation the Board rejects

The Board rejects two recommendations: 19.1, 19.2.

Recommendations 19.1 and 19.2 state that ICANN org should “complete the development of a suite for DNS resolver behavior testing” and “ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.” Upon first inspection, ICANN org determined that this recommendation was feasible to implement, thus it was put into the “Pending, likely to be approved” category. However, upon receipt of clarification of the scope of recommendation 19.1 to extend resources to maintain the existing ICANN testbed in perpetuity for public use, and broadening ICANN's testbed as recommended in 19.2, to implement functional testing of different configurations and software versions goes beyond ICANN's remit.

The Board is in alignment with ICANN org’s assessment that ICANN does not have a role in setting standards for DNS resolvers, and therefore rejects these recommendations that require ICANN to commit resources to continue or enhance existing resolver testbeds for public use.

Additionally, the Board notes that even though these recommendations are being rejected, ICANN org does and will continue to build and use resolver testbeds, when appropriate to further ICANN’s mission, as well as to assess aspects of DNS resolver behavior as it applies to ICANN org's remit.

What concerns or issues were raised by the community?

Within the [Staff Report of Public Comment Proceeding](#) (PCP) on the SSR2 Final Report, recommendation 5.4 was generally supported by commenters, as no commenters specifically noted objections or concerns. Recommendations 19.1 and 19.2 received support from several commenters by way of their overarching support for all recommendations in the SSR2 Final Report. Several commenters objected to the grouping of recommendations on the basis that they believe the recommendations ask for ICANN to act outside of its remit.

By way of their overarching support for all recommendations in the SSR2 Final Report, International Trademark Association (INTA), Business Constituency (BC), At-Large Advisory Committee (ALAC), and Intellectual Property Constituency (IPC) supported this grouping of recommendations as-is.

RySG, i2Coalition, and RrSG expressed concerns that they believe this grouping of recommendations is outside of ICANN’s remit, and as such do not support this

grouping of recommendations. For example, RySG notes “the report fails to explain why the development of the DNS Regression Test Suite is a requirement of ICANN org. Similar to the context for Recommendation 18, it is reasonable for ICANN to track and report on the behavior of DNS resolvers since they are a significant client of the DNS services that registries are required to support. However, the RySG considers making this obligation or requirement of ICANN out of scope and objects to Recommendation 19.” Afnic offers its full support to the RySG comment.

The above noted concerns and issues, along with specific concerns on individual recommendations, have been considered by the Board in reaching its decision.

What significant materials did the Board review?

In assessing and considering the pending SSR2 recommendations, the Board considered [input from SSR2 Implementation Shepherds](#) in addition to various significant materials and documents, including [Scorecard -SSR2 Pending Recommendations](#) the [Report of Public Comments on the Final Report](#), and the [ICANN org Detailed Assessment on Pending SSR2 Recommendations](#).

Prioritization of approved recommendations

Prioritization of ICANN's work is a targeted outcome of the Planning at ICANN Operating Initiative in ICANN's FY22-26 Operating Plan. It includes the design and implementation of a planning prioritization framework as part of the annual planning cycle. All Board-approved recommendations are subject to prioritization efforts.

ICANN’s planning process involves close collaboration among the community, Board, and organization to prioritize and effectively implement ICANN’s work while ensuring accountability, transparency, fiscal responsibility, and continuous improvement. This robust planning process and the resulting plans help to fulfill ICANN’s Mission.

Are there positive or negative community impacts?

Taking action on the SSR2 recommendations will contribute to ensuring ICANN meets its commitments relative to the Bylaws-mandated reviews and the role they play in ICANN’s accountability and transparency, as well as enhancing the security, stability, and resiliency of the DNS. Additionally, the Board action on the recommendations will

have a positive impact on the continuous improvement of ICANN as a whole.

Approved recommendations are consistent with ICANN's Mission and serve the public interest. The Board does not foresee any potential negative community impacts as part of its action. Additional impacts resulting from further actions on recommendations will be assessed at that time.

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

For the recommendation that the Board approves, the implementation is subject to prioritization, risk assessment and mitigation, costing and implementation considerations, which will provide a further view of the fiscal impact. It is expected that any recommendations that require incremental resources should be included into operational planning and budgeting processes, allowing for appropriate community consideration and prioritization, as applicable, of planned work.

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

By nature of the SSR2 Review, implementation of the recommendations may impact how ICANN meets its security, stability, stability, and resiliency commitments. The Board considered this potential impact as part of its deliberations. Approved recommendation is consistent with ICANN's Mission, serves the public interest, and falls within the Board's remit.

Is this decision in the public interest and within ICANN's mission?

This action is in the public interest as it is a fulfillment of an ICANN Bylaw, as articulated in Section 4.6. It is also within ICANN's Mission and mandate. ICANN's reviews are an important and essential part of how ICANN upholds its commitments.

Is this either a defined policy process within ICANN's Supporting Organizations or ICANN's Organizational Administrative Function decision requiring public comment or not requiring public comment?

The Board initiated a [Public Comment Proceeding on the SSR2 Final Report](#), opened 28 January 2021 and closed on 8 April 2021.

Signature Block:

Submitted by: Xavier Calvez

Position: Senior Vice
President, Planning & Chief
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Date Noted: xx MONTH
2022

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**Draft SSR2 Board Action Follow-up Detailed Assessment - Pending Recommendations
xx MONTH 2022**

On 22 July 2021, the Board took action on the 63 SSR2 recommendations as issued in the [SSR2 Review Team Final Report](#), as noted within the [Scorecard titled "Final SSR2 Review Team Recommendations – Board Action."](#)

The Board directed the ICANN President and CEO, or his designee(s), to provide to the Board relevant information, as requested in the Scorecard, or periodic updates on progress toward gathering relevant information, starting within six months from this Board action, in order to support further Board action on each recommendation. The Board commits to take further action on these recommendations subsequent to the completion of steps as identified in the Scorecard.

This document provides analysis of three pending recommendations ready for Board action, specifically those placed into “pending, likely to be approved” category.

For context, this assessment document aggregates information on the SSR2 RT Final recommendations with defined Measures of Success, Board Action and Board Rationale addressing the need for clarifying questions (from the 22 July 2021 Board action), clarifying questions submitted to the SSR2 Implementation Shepherds, SSR2 implementation responses to clarifying questions, Board, SSR2 Caucus and OEC considerations and ICANN org analysis and proposed Board action.

SSR2 recommendation	SSR2-defined measures of success	Board Action 22 July 2021
Recommendations the Board determines to be pending, likely to be approved once further information is gathered to enable approval		
<p>5.4: ICANN org should reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and achieving in the security space. These reports would be most beneficial if they provided information describing how ICANN org follows best practices and mature, continually-improving processes to manage risk, security, and vulnerabilities.</p> <p>SSR2 designated priority: High SSR2 designated owner: ICANN org</p>	<p>SSR2-defined measures of success for Recommendation 5: Comply with Appropriate Information Security Management Systems and Security Certifications (5.1 - 5.4): This recommendation can be considered implemented when ICANN org has an ISMS oriented alongside accepted standards (e.g., ITIL, ISO 27000 family, SSAE-18), with regular audits that validate the appropriate security management and management procedures. This recommendation can be considered effective when ICANN org has an Information Security Management System that is thoroughly documented, adequately addresses current security threats and offers plans to address potential future security threats.</p>	<p>While implementation of the recommendation appears feasible, the Board requires clarification on several elements of this recommendation in order to accurately assess resource requirements and enable approval. For example, the required granularity of the reports expected by the SSR2 Review Team, and what entities the SSR2 Review Team envisioned ICANN org report out to “beyond” the ICANN community are not clear. The Board directs the ICANN President and CEO, or his designee(s) to seek clarifications from the SSR2 Implementation Shepherds on elements of this recommendation that are not clear. The outcome of the engagement with the SSR2 Implementation Shepherds will inform the Board’s decision on next steps and whether Recommendation 5.4 can be approved.</p>
<p>22 July 2021 Board Rationale: Recommendation 5.4 calls for ICANN org to “reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and achieving in the security space including information describing how ICANN org follows continually improving best practices and process to manage risks, security and vulnerabilities.” While implementation of the recommendation appears feasible, the Board requires clarification on several elements of this recommendation in order to accurately assess resource requirements and enable approval. For example, the required granularity of the reports expected by the SSR2 Review Team, and what entities the SSR2 Review Team envisioned ICANN org report out to “beyond” the ICANN community are not clear. The Board directs the ICANN President and CEO, or his designee(s) to seek clarifications from the SSR2 Implementation Shepherds on elements of this recommendation that are not clear such as those noted above. The outcome of the engagement with the SSR2 Implementation Shepherds will inform the Board’s decision on next steps and whether Recommendation 5.4 can be approved.</p>		
<p>Assessment Details: SSR2 Implementation Shepherd responses to clarifying questions were received on 10 January 2022. Question: Please clarify the Implementation Shepherds expectations for the granularity of the reports? Answer: Other recommendations call for audits and reporting. Experience with the audit related to updates to the IANA registries offers real world example. Auditors are unwilling to publicly publish too many details, but they will publicly publish a high-level summary, and then provide some more details to representatives of the community under NDA. Also, some SSR2 Review Team members have experience with SOC audits, where the auditors publish</p>		

**Draft SSR2 Board Action Follow-up Detailed Assessment - Pending Recommendations
xx MONTH 2022**

attestations in the form of SOC3 reports. Given this understanding, we recommend that ICANN org discuss this situation with their audit firm and provide the greatest granularity to the community that ICANN org and the audit firm will allow. We expect that more details than a standard SOC3 report could be publicly published.

Question: What reporting cadence would the Implementation Shepherds consider acceptable?

Answer: We recommend a process that integrates this reporting with other annual audits.

ICANN org Assessment:

- ICANN org has no concerns nor considerations with the additional clarification provided by Implementation Shepherds on recommendation 5.4.
- ICANN org supports this recommendation for reporting and advises this recommendation be accepted, noting the rationale/controls such that the reports should be on an annual basis with an appropriate “high-level” of detail given the sensitivity of the review and topics covered.
- Regarding the Board’s request for clarification from the Implementation Shepherds on the entities beyond the ICANN community that recommendation 5.4 reports should reach, ICANN org already reports to the Board and this content is made available to all interested parties on the ICANN website.

ICANN org Proposed Board Action: Approve

19.1: ICANN org should complete the development of a suite for DNS resolver behavior testing.

SSR2 designated priority: Low
SSR2 designated owner: ICANN org

19.2: ICANN org should ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.

SSR2 designated priority: Low
SSR2 designated owner: ICANN org

SSR2-defined measures of success for Recommendation 19: Complete Development of the DNS Regression Test Suite (19.1 - 19.2): This recommendation can be considered implemented when ICANN org finishes developing a publicly accessible test suite for community testing and research into resolver behavior. This recommendation can be considered effective when there is a test suite available with an annual update cycle that helps ensure the integrity and global availability of the DNS.

The Board notes that the SSR2 Review Team’s discussion and recommendations in the Final Report refer to three different things: a “DNS testbed”; a “regression test suite”; and “a suite for DNS resolver behaviour testing.” While any of these may be feasible, the Board requires clarification from the SSR2 Implementation Shepherds as to the SSR2 Review Team’s intent in order to accurately assess resource requirements. The Board directs the ICANN President and CEO, or his designee(s), to seek clarifications from the SSR2 Implementation Shepherds on elements of these recommendations that are not clear. The outcome of the engagement with the SSR2 Implementation Shepherds will inform the Board’s decision on next steps and whether Recommendations 19.1 and 19.2 can be approved. Further, the Board understands that the testbed would operate indefinitely so as to be applicable to future changes in resolvers. If the Board eventually approves this recommendation, maintenance of a testbed environment would have to be a persistent budget item in all future budget cycles for continued development and upkeep.

22 July 2021 Board Rationale:

Recommendations 19.1 and 19.2 recommend that ICANN org should “complete the development of a suite for DNS resolver behavior testing” and “ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.” The Board notes that the SSR2 Review Team’s discussion and recommendations in the Final Report refer to three different things: a “DNS testbed”; a “regression test suite”; and “a suite for DNS resolver behaviour testing.” While any of these may be feasible, the Board requires clarification from the SSR2 Implementation Shepherds as to the SSR2 Review Team’s intent in order to accurately assess resource requirements. The Board directs the ICANN President and CEO, or his designee(s), to seek clarifications from the SSR2 Implementation Shepherds on elements of these recommendations that are not clear, such as those noted above. The outcome of the engagement with the SSR2 Implementation Shepherds will inform the Board’s decision on next steps and whether Recommendations 19.1 and 19.2 can be approved. Further, the Board understands that the testbed would operate indefinitely so as to be applicable to future changes in resolvers. If the Board eventually approves this recommendation, maintenance of a testbed environment would have to be a persistent budget item in all future budget cycles for continued development and upkeep.

Assessment Details:

SSR2 Implementation Shepherd responses to clarifying questions were received on [10 January 2022](#).

**Draft SSR2 Board Action Follow-up Detailed Assessment - Pending Recommendations
xx MONTH 2022**

Question: In its introductory comments, the SSR2 RT discusses a "DNS testbed", yet the recommendation title discusses a "DNS regression test suite" and the recommendations discuss a "DNS resolver behavior" test suite. Can ICANN org assume that these three terms all refer to the same thing, namely a "DNS testbed for resolver behavior"?

Answer: Yes. The DNS Testbed includes test for resolvers; see <https://github.com/icann/resolver-testbed> [github.com]. The resolver test can be run against past and current releases of resolver software.

ICANN org Assessment:

- ICANN org has developed and internally uses a resolver testbed, to which they currently allow public access and contributions at <https://github.com/icann/resolver-testbed>. The internal use of the testbed is important for ICANN to understand resolver behavior in the context of the larger DNS ecosystem, but ICANN has no role in setting DNS standards for resolvers. Recommendations 19.1 and 19.2 calls for the testbed to be maintained in perpetuity.
- ICANN org acknowledges that a testbed is a useful tool to undertake research into DNS resolver behavior. However, ICANN finds that recommendations 19.1 or 19.2 to provide or maintain such a testbed fall outside ICANN's remit. Additionally, ICANN org raises concerns about the ongoing resource commitment that would be requested if we were obligated to maintain and regularly update a publicly accessible testbed. Therefore, ICANN org recommends that recommendations 19.1 and 19.2 be rejected.

ICANN org Proposed Board Action: Reject 19.1 and 19.2

Scorecard: SSR2 Pending Recommendations - Board Action 22 April 2022

See Related Board Rationale within the Resolution and Detailed Assessment for more details

Rec #	SSR2 recommendation	SSR2 Directed Recommendation to	Board Action
Recommendations the Board Approves			
5.4	<p>ICANN org should reach out to the community and beyond with clear reports demonstrating what ICANN org is doing and achieving in the security space. These reports would be most beneficial if they provided information describing how ICANN org follows best practices and mature, continually-improving processes to manage risk, security, and vulnerabilities.</p> <p>SSR2 designated priority: High SSR2 designated owner: ICANN org</p>	ICANN org	<p>The Board approves Recommendation 5.4, subject to prioritization, risk assessment and mitigation, costing and implementation considerations.</p> <p>The Board previously noted that clarification was needed on issues such as granularity of reporting, the scope of persons receiving reports, and the cadence of the reporting envisioned by the SSR2. The clarifications received from the Implementation Shepherds confirmed that ICANN org should seek the disclosure of additional details within audit reports, with an annual reporting cadence.</p> <p>The Board therefore approves this recommendation with a direction to the ICANN President and CEO to engage in discussion with any firm producing an audit for ICANN to implement appropriate additional disclosures within the publicly available reports.</p>
Rec #	SSR2 recommendation	Directed To:	Board action
Recommendations the Board Rejects			
19.1	<p>ICANN org should complete the development of a suite for DNS resolver behavior testing.</p> <p>SSR2 designated priority: Low SSR2 designated owner: ICANN org</p>	ICANN org	<p>The Board rejects Recommendations 19.1 and 19.2</p> <p>Upon first inspection, ICANN org determined that this recommendation was feasible to implement, thus it was put into the “Pending, likely to be approved” category. However, upon receipt of clarification of the scope of recommendation 19.1 to extend resources to maintain the existing ICANN testbed in perpetuity for public use, and broadening ICANN's testbed as recommended in 19.2, the implementation of functional testing of different configurations and software versions goes beyond ICANN's remit.</p> <p>The Board is in alignment with ICANN org’s assessment that ICANN does not have a role in setting standards for DNS resolvers, and therefore rejects these recommendations that require ICANN to commit resources to continue or enhance existing resolver testbeds for public use.</p> <p>Additionally, the Board notes that even though these recommendations are being rejected, ICANN org does and will continue to build and use resolver testbeds, when appropriate to further ICANN’s mission, and continue to assess aspects of DNS resolver behavior as it applies to ICANN org's remit.</p>
19.2	<p>ICANN org should ensure that the capability to continue to perform functional testing of different configurations and software versions is implemented and maintained.</p> <p>SSR2 designated priority: Low SSR2 designated owner: ICANN org</p>		

ICANN BOARD PAPER NO. 2022.05.01.2b

TITLE: **IANA Naming Function Review Bylaws Changes**

PROPOSED ACTION: **For Board Consideration and Approval**

EXECUTIVE SUMMARY:

The Final Report from the first IANA Naming Function Review (IFR) was submitted to the ICANN Board for consideration in April 2021, and on 12 May 2021 the ICANN Board accepted the recommendations. Recommendation 3 of the Final Report recommended changes to the ICANN Bylaws to remove a duplication within Article 18, Section 12.a. Separately, in 2019 the Registries Stakeholder Group requested an update to the IFR composition requirements to ease the geographic diversity requirements. Finally, ICANN organization has identified some areas within the IFR-related Bylaws at Article 18 of the Bylaws that could benefit from clarification for future IFR processes. In addition, Article 19 of the Bylaws includes companion provisions on the composition of a Separation Cross-Community Working Group, which presents the same composition challenges as identified with Article 18. As the entirety of Articles 18 and 19 of the ICANN Bylaws are subject to the Fundamental Bylaws Amendment Process, all pending changes to Article 18 and 19 are proposed together for initiation of the Fundamental Bylaws Amendment Process under Article 25, Section 25.2 of the ICANN Bylaws, starting with the posting of the proposed revisions for Public Comment.

ORGANIZATIONAL EFFECTIVENESS COMMITTEE RECOMMENDATION:

The Organizational Effectiveness Committee (OEC) recommends that the Board initiate the Fundamental Bylaws Amendment Process for the proposed revisions to Articles 18 and 19 relating to the IANA Naming Function Review and the INA Naming Function Separation Process.

PROPOSED RESOLUTION:

Whereas, the first IANA Naming Function Review provided its Final Report to the ICANN Board on 8 April 2021, and the Board [accepted](#) all recommendations in the Report on 12 May 2021. This includes Recommendation 3, to amend the IFR Bylaws at Article 18, Section 18.12 to remove a duplicative requirement.

Whereas, there are other IFR-related Bylaws within Article 18 that could benefit from clarification for future IFR processes.

Whereas, as part of a 2019 [public comment forum](#) on a previous IFR team composition issue resulting in a Bylaws change, [the Registries Stakeholder Group \(RySG\) requested](#) additional changes to the IFR team composition to account for difficulties in achieving geographic diversity among RySG appointees.

Whereas, Article 19 regarding the IANA Naming Function Separation Process is also appropriate to update (at Section 19.5) at this time, to (1) conform to the 2019 Bylaws amendments regarding ccNSO representative selection; and (2) address the same diversity considerations raised by the RySG in relation to Article 18.

Whereas, Articles 18 and 19 of the ICANN Bylaws are identified as “Fundamental Bylaws”, requiring formal Empowered Community approval of amendments. Due to the significant procedural requirements for consideration of Fundamental Bylaws changes, and to reduce duplication of processes, all proposed amendments to Articles 18 and 19 are being presented together.

Whereas, the ICANN Board’s Organizational Effectiveness Committee (OEC) recommends the Board to initiate the Fundamental Bylaws Amendment process to move forward the Bylaws amendments to Article 18 as recommended within Recommendation of the Final Report of the IFR, as well as additional proposed amendments to clarify the IFR processes and respond to the RySG request and the corresponding clauses within Articles 18 and 19.

Resolved (2022.05.01.xx), the ICANN Board initiates the Fundamental Bylaws Amendment process under Article 25, Section 25.2 of the ICANN Bylaws for consideration of proposed amendments to Articles 18 and 19 of the ICANN Bylaws relating to IANA Naming Function Reviews and the IANA Naming Function Separation Process. The ICANN President and CEO, or his designee(s), are directed to initiate a public comment in accordance with the Fundamental Bylaws Amendment process.

PROPOSED RATIONALE:

The Board's action today is an essential step in furthering the implementation of the recommendations of the first IANA Naming Function Review (IFR) team, as Recommendation 3 of the IFR identified changes necessary to Article 18 of the ICANN Bylaws. By incorporating additional proposed changes to Articles 18 and 19 within the same Fundamental Bylaws Amendment process, the Board recognizes the efficiencies that can be gained for the ICANN community addressing the proposals together instead of in a piecemeal fashion. The additional proposed changes to Article 18 are of two types: (1) addressing a 2019 request from the Registries Stakeholder Group on updating the geographic diversity selection requirements for future IFR teams; and (2) clarifying ambiguities on the IFR processes identified through the first running of an IFR after the IANA Stewardship Transition. The proposed change to Article 19 reflects changes to update the geographic diversity selection requirements in the event an IANA Naming Function Separation Process is ever initiated, as those selection requirements are identical to the requirements within Article 18. It is appropriate to initiate the Fundamental Bylaws Amendment process at this time in order to complete the implementation of the IFR recommendations. Initiating the Fundamental Bylaws Amendment process over these IFR-related Bylaws at this time also provides time for the proposals to be considered and, if appropriate, approved well in advance of the initiation of the next IFR.

The changes that are recommended for clarification of process have been tailored to more clearly set out the expected processes as designed during the IANA Stewardship Transition Process, and do not represent a change to any of those processes.

For clarity, the table below identifies the purpose for each proposed amendment:

Bylaws Section	Purpose	Initiator
18.2; 18.7	Punctuation addition or removal	ICANN org
18.6	<p>Clarification of sequencing of Board consideration of IFR outputs. A key part of these clarifications includes re-ordering the paragraphs regarding the timing of Board consideration of IFR outputs, including clearer definition of what constitutes a Board rejection and when the Empowered Community has an opportunity to consider rejecting that rejection. The Bylaws currently impose a 45-day window on certain Board actions relating to IFR recommendations and authorize the Empowered Community to initiate rejection proceedings if action is not taken within that window. The proposed updates make more explicit that the Board’s failure to act within the prescribed timeframe is to be considered a rejection. The updates also make clearer that the only time that the Empowered Community has the ability to consider rejecting the Board’s <i>approval</i> of an IFR Recommendation is when the Board approves an IFR recommendation to initiate the process to explore separation of IANA from ICANN. This limitation currently exists in the Bylaws but is expressed in the negative (“shall not apply . . . unless such IFR Recommendation relates”) and separate from the clause that it modifies. The proposed change provides a more affirmative statement that the only time the Board’s approval of an IFR recommendation is subject to an Empowered Community Process is when that approval relates to the separation process.</p>	ICANN org
18.8	Clarification of Geographic Diversity Requirements in Composition	RySG
18.12	Removal of duplicative grounds for Special IFR	IANA Naming Function Review
18.12	Clarification of potential outputs of Special IFR and sequencing of Board consideration of IFR	ICANN org

	outputs, including clearer, more affirmative statements of special obligations relating to the initiation of an IANA Naming Function Separation Process. The proposed changes in this section mostly mirror the changes made within Section 18.6.	
19.5	Updating of ccNSO representative selection process to conform to 2019 Bylaws amendments to Section 18.7(a); updating geographic diversity composition requirements to conform to proposed amendments to Section 18.8	ICANN org, on behalf of ccNSO and RysG

The first step of the Fundamental Bylaws Amendment process, under Article 25, Section 25.2 of the Bylaws, is for a public comment over the proposed changes. The Board will consider the substance of the proposed changes along with the public comments received. As part of the Fundamental Bylaws Amendment process, if the Board approves the proposed amendments, the Empowered Community will then have an opportunity to evaluate for approval. The proposed amendments to Articles 18 and 19 will only go into effect if supported by the Empowered Community.

Today’s action supports ICANN’s continued delivery of the IANA functions, which is a cornerstone of ICANN’s mission. It is also in the public interest in that it will continue to support and improve the reviews of ICANN’s delivery of the IANA Naming Function within the future, preserving and enhancing this key responsibility.

Initiating the Fundamental Bylaws Amendment process is not anticipated to result in any impact to the security, stability or resiliency of the Internet’s DNS. Nor is this action anticipated to result in any budgetary or financial implications.

Signature Block:

Submitted by: Samantha Eisner, Deputy General Counsel

Date: 22 April 2022

Email: samantha.eisner@icann.org

ARTICLE 18 IANA NAMING FUNCTION REVIEWS

Section 18.1. IANA NAMING FUNCTION REVIEW

The Board, or an appropriate committee thereof, shall cause periodic and/or special reviews (each such review, an "IFR") of PTI's performance of the IANA naming function against the contractual requirements set forth in the IANA Naming Function Contract and the IANA Naming Function SOW to be carried out by an IANA Function Review Team ("IFRT") established in accordance with Article 18, as follows:

- (a) Regularly scheduled periodic IFRs, to be conducted pursuant to Section 18.2 below ("**Periodic IFRs**"); and
- (b) IFRs that are not Periodic IFRs, to be conducted pursuant to Section 18.12 below ("**Special IFRs**").

Section 18.2. FREQUENCY OF PERIODIC IFRS

- (a) The first Periodic IFR shall be convened no later than [1 October 2018].
- (b) Periodic IFRs after the first Periodic IFR shall be convened no less frequently than every five years, measured from the date the previous IFRT for a Periodic IFR was convened.
- (c) In the event a Special IFR is ongoing at the time a Periodic IFR is required to be convened under this Section 18.2, the Board shall cause the convening of the Periodic IFR to be delayed if such delay is approved by the vote of (i) a supermajority of the ccNSO Council (pursuant to the ccNSO's procedures or, if such procedures do not define a supermajority, two-thirds (2/3) of the ccNSO Council's members) and (ii) a GNSO Supermajority. Any decision by the ccNSO and GNSO to delay a Periodic IFR must identify the period of delay, which should generally not exceed 12 months after the completion of the Special IFR.

Section 18.3. IFR RESPONSIBILITIES

For each Periodic IFR, the IFRT shall:

- (a) Review and evaluate the performance of PTI against the requirements set forth in the IANA Naming Function Contract in relation to the needs of its direct customers and the expectations of the broader ICANN community, and determine whether to make any recommendations with respect to PTI's performance;
- (b) Review and evaluate the performance of PTI against the requirements set forth in the IANA Naming Function Contract and IANA Naming Function SOW;

- (c) Review the IANA Naming Function SOW and determine whether to recommend any amendments to the IANA Naming Function Contract and IANA Naming Function SOW to account for the needs of the direct customers of the naming services and/or the community at large;
- (d) Review and evaluate the openness and transparency procedures of PTI and any oversight structures for PTI's performance, including reporting requirements and budget transparency;
- (e) Review and evaluate the performance and effectiveness of the EC with respect to actions taken by the EC, if any, pursuant to Section 16.2, Section 18.6, Section 18.12, Section 19.1, Section 19.4, Section 22.4(b) and Annex D;
- (f) Review and evaluate the performance of the IANA naming function according to established service level expectations during the IFR period being reviewed and compared to the immediately preceding Periodic IFR period;
- (g) Review and evaluate whether there are any systemic issues that are impacting PTI's performance under the IANA Naming Function Contract and IANA Naming Function SOW;
- (h) Initiate public comment periods and other processes for community input on PTI's performance under the IANA Naming Function Contract and IANA Naming Function SOW (such public comment periods shall comply with the designated practice for public comment periods within ICANN);
- (i) Consider input from the CSC and the community on PTI's performance under the IANA Naming Function Contract and IANA Naming Function SOW;
- (j) Identify process or other areas for improvement in the performance of the IANA naming function under the IANA Naming Function Contract and IANA Naming Function SOW and the performance of the CSC and the EC as it relates to oversight of PTI; and
- (k) Consider and assess any changes implemented since the immediately preceding IFR and their implications for the performance of PTI under the IANA Naming Function Contract and IANA Naming Function SOW.

Section 18.4. IFR REQUIRED INPUTS

In conducting an IFR, the IFRT shall review and analyze the following information:

- (a) Reports provided by PTI pursuant to the IANA Naming Function Contract and/or IANA Naming Function SOW during the IFR period being reviewed, any portion

of which may be redacted pursuant to the Confidential Disclosure Framework set forth in the Operating Standards in accordance with [Section 4.6\(a\)\(vi\)](#);

(b) Reports provided by the CSC in accordance with the CSC Charter during the IFR period being reviewed;

(c) Community inputs through public consultation procedures as reasonably determined by the IFRT, including, among other things, public comment periods, input provided at in-person sessions during ICANN meetings, responses to public surveys related to PTI's performance under the IANA Naming Function Contract and IANA Naming Function SOW, and public inputs during meetings of the IFRT;

(d) Recommendations for technical, process and/or other improvements relating to the mandate of the IFR provided by the CSC or the community; and

(e) Results of any site visit conducted by the IFRT, which shall be conducted in consultation with ICANN (i) upon reasonable notice, (ii) in a manner so as to not affect PTI's performance under the IANA Naming Function Contract or the IANA Naming Function SOW and (iii) pursuant to procedures and requirements reasonably developed by ICANN and reasonably acceptable to the IFRT. Any such site visit shall be limited to matters reasonably related to the IFRT's responsibilities pursuant to [Section 18.3](#).

Section 18.5. IFR RESULTS AND RECOMMENDATIONS

(a) The results of the IFR are not limited and could include a variety of recommendations or no recommendation; provided, however, that any recommendations must directly relate to the matters discussed in [Section 18.3](#) and comply with this [Section 18.5](#).

(b) Any IFRT recommendations should identify improvements that are supported by data and associated analysis about existing deficiencies and how they could be addressed. Each recommendation of the IFRT shall include proposed remedial procedures and describe how those procedures are expected to address such issues. The IFRT's report shall also propose timelines for implementing the IFRT's recommendations. The IFRT shall attempt to prioritize each of its recommendations and provide a rationale for such prioritization.

(c) In any case where a recommendation of an IFRT focuses on a service specific to gTLD registry operators, no such recommendation shall be made by the IFRT in any report to the community (including any report to the Board) if opposition to such recommendation is expressed by any IFRT member appointed by the Registries Stakeholder Group. In any case where a recommendation of an IFRT focuses on a service specific to ccTLD registry operators, no such recommendation shall be made by

the IFRT in any report to the community (including any report to the Board) if opposition to such recommendation is expressed by any IFRT member appointed by the ccNSO.

(d) Notwithstanding anything herein to the contrary, the IFRT shall not have the authority to review or make recommendations relating to policy or contracting issues that are not included in the IANA Naming Function Contract or the IANA Naming Function SOW, including, without limitation, policy development, adoption processes or contract enforcement measures between contracted registries and ICANN.

Section 18.6. RECOMMENDATIONS TO AMEND THE IANA NAMING FUNCTION CONTRACT, IANA NAMING FUNCTION SOW OR CSC

(a) The IFRT may recommend, among other things to the extent reasonably related to the IFR responsibilities set forth in [Section 18.3](#), amendments to the IANA Naming Function Contract, IANA Naming Function SOW and/or the CSC Charter. The IFRT shall, at a minimum, take the following steps before an amendment to either the IANA Naming Function Contract, IANA Naming Function SOW or CSC Charter is proposed:

(i) Consult with the Board (such consultation to be conducted in parallel with other processes set forth in this [Section 18.6\(a\)](#)) and PTI;

(ii) Consult with the CSC;

(iii) Conduct a public input session for ccTLD and gTLD registry operators; and

(iv) Seek public comment on the amendments that are under consideration by the IFRT through a public comment period that complies with the designated practice for public comment periods within ICANN.

(b) A recommendation of an IFRT for a Periodic IFR that would amend the IANA Naming Function Contract or IANA Naming Function SOW shall only become effective if, with respect to each such recommendation (each, an "**IFR Recommendation**"), each of the following occurs [in addition to the steps set out in Section 18.6\(a\)\(i\)-\(iv\) above](#):

(i) The IFR Recommendation has been approved by the vote of (A) a supermajority of the ccNSO Council (pursuant to the ccNSO's procedures or, if such procedures do not define a supermajority, two-thirds (2/3) of the ccNSO Council's members) and (B) a GNSO Supermajority;

(ii) ~~After a public comment period that complies with the designated practice for public comment periods within ICANN,~~ the Board has approved the IFR Recommendation;
and

(iii) The EC has not rejected the Board's approval of the IFR Recommendation pursuant to and in compliance with Section 18.6(ed), if applicable.

(c) The Board shall accept or reject an IFR Recommendation within 45 days of the later of (1) the date that the condition in Section 18.6(b)(i) is satisfied or (2) the expiration of the public comment period contemplated by Section 18.6(b)(ii). If the Board does not act within that 45-day time period, the IFR Recommendation shall be deemed rejected.

~~(de) If the Board (x) rejects an IFR Recommendation that was approved by the ccNSO Council and GNSO Council pursuant to Section 18.6(b)(i) or (y) rejects an IFR Recommendation through expiration of time as specified in Section 18.6(c), does not resolve to either accept or reject an IFR Recommendation within 45 days of the later of (1) the date that the condition in Section 18.6(b)(i) is satisfied or (2) the expiration of the public comment period contemplated by Section 18.6(b)(ii), the Secretary shall provide a Board Notice to the EC Administration and the Decisional Participants, which Board Notice shall enclose a copy of the applicable IFR Recommendation. ICANN shall post the Board Notice, along with a copy of the notification(s) sent to the EC Administration and the Decisional Participants, on the Website promptly following the delivery of the Board Notice to the EC Administration and the Decisional Participants.~~

(i) ICANN shall, at the direction of the EC Administration, convene a Rejection Action Community Forum (as defined in Section 2.3(a) of Annex D), which Rejection Action Community Forum shall be conducted in accordance with Section 2.3 of Annex D, to discuss the Board Notice; provided, that, for purposes of Section 2.3 of Annex D, (A) the Board Notice shall be treated as the Rejection Action Supported Petition, (B) the EC Administration shall be treated as the Rejection Action Petitioning Decisional Participant (and there shall be no Rejection Action Supporting Decisional Participants (as defined in Section 2.2(d)(i) of Annex D) and (C) the Rejection Action Community Forum Period shall expire on the 21st day after the date the Secretary provides the Board Notice to the EC Administration and the Decisional Participants.

(ii) No later than 45 days after the conclusion of such Rejection Action Community Forum Period, the Board shall resolve to either uphold its rejection of the IFR Recommendation or approve the IFR Recommendation (either, a "**Post-Forum IFR Recommendation Decision**").

(A) If the Board in its Post-Forum IFR Recommendation Decision resolves to approve the IFR Recommendation, such IFR Recommendation will be subject to Section 18.6(ed).

(B) For the avoidance of doubt, the Board shall not be obligated to change its decision on the IFR Recommendation as a result of the Rejection Action Community Forum.

(C) The Board's Post-Forum IFR Recommendation Decision shall be posted on the Website in accordance with the Board's posting obligations as set forth in Article 3.

~~(ed) If the Board approves an IFR Recommendation that relates to an IANA Naming Function Separation Process as described in Article 19 Promptly after the Board approves an IFR Recommendation~~ (an "IFR Recommendation Decision"), the Secretary shall promptly provide a Board Notice to the EC Administration and the Decisional Participants, which Board Notice shall enclose a copy of the IFR Recommendation that is the subject of the IFR Recommendation Decision. ICANN shall post the Board Notice, along with a copy of the notification(s) sent to the EC Administration and the Decisional Participants, on the Website promptly following the delivery of the Board Notice to the EC Administration and the Decisional Participants. The EC Administration shall promptly commence and comply with the procedures and requirements specified in Article 2 of Annex D.

(i) An IFR Recommendation Decision shall become final upon the earliest to occur of the following:

(A)(1) A Rejection Action Petition Notice is not timely delivered by the Rejection Action Petitioning Decisional Participant to the Secretary pursuant to and in compliance with Section 2.2(c) of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.2(c) of Annex D, in which case the IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Petition Period relating to such IFR Recommendation Decision;

(B)(1) A Rejection Action Supported Petition is not timely delivered by the Rejection Action Petitioning Decisional Participant to the Secretary pursuant to and in compliance with Section 2.2(d) of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.2(d) of Annex D, in which case the IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Petition Support Period relating to such IFR Recommendation Decision; and

(C)(1) An EC Rejection Notice is not timely delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.4 of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.4(c) of Annex D, in which case the IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Decision Period relating to such IFR Recommendation Decision.

(ii) An IFR Recommendation Decision that has been rejected by the EC pursuant to and in compliance with Article 2 of Annex D shall have no force and effect, and shall be void ab initio.

~~(e) For the avoidance of doubt, Section 18.6(d) shall not apply when the Board acts in a manner that is consistent with an IFR Recommendation unless such IFR Recommendation relates to an IANA Naming Function Separation Process as described in Article 19.~~

(f) Timelines for implementing any amendments to the IANA Naming Function Contract or IANA Naming Function SOW shall be reasonably agreed between the IFRT, ICANN and PTI.

(g) A recommendation of an IFRT that would amend the CSC Charter shall only become effective if approved pursuant to Section 17.3(d).

Section 18.7. COMPOSITION OF IFR TEAMS

Each IFRT shall consist of the following members and liaisons to be appointed in accordance with the rules and procedures of the appointing organization:

(a) Three representatives who are associated with ccTLD managers, appointed by the ccNSO Council. Representatives need not be associated with a ccNSO member. The ccNSO Council should use an inclusive process, which is open to all ccTLD managers, independent of their membership to the ccNSO. It is strongly recommended that the ccNSO Council reaches out to all ccTLD managers directly and/or through regional ccTLD organizations (i.e., AfTLD, APTLD, LACTLD, and CENTR) in seeking volunteers;

(b) Two representatives appointed by the Registries Stakeholder Group;

(c) One representative appointed by the Registrars Stakeholder Group;

(d) One representative appointed by the Commercial Stakeholder Group;

(e) One representative appointed by the Non-Commercial Stakeholder Group;

(f) One representative appointed by the GAC;

(g) One representative appointed by the SSAC;

➤(h) One representative appointed by the RSSAC;

(i) One representative appointed by the ALAC;

- (j) One liaison appointed by the CSC;
- (k) One liaison who may be appointed by the ASO; and
- (l) One liaison who may be appointed by the IAB.
- (m) The IFRT shall also include an unlimited number of non-member, non-liaison participants.
- (n) The IFRT shall not be a standing body. A new IFRT shall be constituted for each IFR and the IFRT shall automatically dissolve following the end of the process for approving such IFRT's IFR Recommendations pursuant to Section 18.6.

Section 18.8. MEMBERSHIP; ELECTION OF CO-CHAIRS, AND LIAISONS

- (a) All candidates for appointment to the IFRT as a member or liaison shall submit an expression of interest to the organization that would appoint such candidate as a member or liaison to the IFRT, which shall state: (i) why the candidate is interested in becoming involved in the IFRT, (ii) what particular skills the candidate would bring to the IFRT, (iii) the candidate's knowledge of the IANA functions, (iv) the candidate's understanding of the purpose of the IFRT, and (v) that the candidate understands the time necessary to participate in the IFR process and can commit to the role.
- (b) Members, liaisons and participants of the IFRT shall disclose to ICANN and the IFRT any conflicts of interest with a specific complaint or issue under review. The IFRT may exclude from the discussion of a specific complaint or issue any member deemed by the majority of IFRT members to have a conflict of interest. The co-chairs of the IFRT shall record any such conflict of interest in the minutes of the IFRT.
- (c) To the extent reasonably possible, the appointing organizations for the IFRT members and liaisons shall work together to achieve an IFRT that is balanced for diversity (including functional, geographic and cultural) and skill, and should seek to broaden the number of individuals participating across the various reviews; provided, that the IFRT should include members from each ICANN Geographic Region, ~~and~~ the ccNSO and Registries Stakeholder Group shall [each endeavor to](#) not appoint multiple members who are citizens of countries from the same ICANN Geographic Region, [though an IFRT may proceed even if such geographic diversity targets for the ccNSO and/or the Registries Stakeholder Group appointees cannot be achieved.](#)
- (d) The IFRT shall be led by two co-chairs: one appointed by the GNSO from one of the members appointed pursuant to clauses (c)-(f) of Section 18.7 and one appointed by the ccNSO from one of the members appointed pursuant to clauses (a)-(b) of Section 18.7.

(e) The PTI Board shall select a PTI staff member to serve as a point of contact to facilitate formal lines of communication between the IFRT and PTI. The Board shall select an ICANN staff member to serve as a point of contact to facilitate formal lines of communication between the IFRT and ICANN.

(f) Liaisons to the IFRT are not members of or entitled to vote on any matters before the IFRT, but otherwise are entitled to participate on equal footing with members of the IFRT.

(g) Other participants are entitled to participate in the IFRT, but are not entitled to vote.

(h) Removal and Replacement of IFRT Members and Liaisons

(i) The IFRT members and liaisons may be removed from the IFRT by their respective appointing organization at any time upon such organization providing written notice to the Secretary and the co-chairs of the IFRT.

(ii) A vacancy on the IFRT shall be deemed to exist in the event of the death, resignation or removal of any IFRT member or liaison. Vacancies shall be filled by the organization that appointed such IFRT member or liaison. The appointing organization shall provide written notice to the Secretary of its appointment to fill a vacancy, with a notification copy to the IFRT co-chairs. The organization responsible for filling such vacancy shall use its reasonable efforts to fill such vacancy within one month after the occurrence of such vacancy.

Section 18.9. MEETINGS

(a) All actions of the IFRT shall be taken by consensus of the IFRT, which is where a small minority may disagree, but most agree. If consensus cannot be reached with respect to a particular issue, actions by the majority of all of the members of the IFRT shall be the action of the IFRT.

(b) Any members of the IFRT not in favor of an action (whether as a result of voting against a matter or objecting to the consensus position) may record a minority dissent to such action, which shall be included in the IFRT minutes and/or report, as applicable.

(c) IFRT meetings, deliberations and other working procedures shall be open to the public and conducted in a transparent manner to the fullest extent possible.

(d) The IFRT shall transmit minutes of its meetings to the Secretary, who shall cause those minutes to be posted to the Website as soon as practicable following each IFRT meeting. Recordings and transcripts of meetings, as well as mailing lists, shall also be posted to the Website.

Section 18.10. COMMUNITY REVIEWS AND REPORTS

(a) The IFRT shall seek community input as to the issues relevant to the IFR through one or more public comment periods that shall comply with the designated practice for public comment periods within ICANN and through discussions during ICANN's public meetings in developing and finalizing its recommendations and any report.

(b) The IFRT shall provide a draft report of its findings and recommendations to the community for public comment. The public comment period is required to comply with the designated practice for public comment periods within ICANN.

(c) After completion of the IFR, the IFRT shall submit its final report containing its findings and recommendations to the Board. ICANN shall thereafter promptly post the IFRT's final report on the Website.

Section 18.11. ADMINISTRATIVE AND OPERATIONAL SUPPORT

ICANN shall provide administrative and operational support necessary for each IFRT to carry out its responsibilities, including providing and facilitating remote participation in all meetings of the IFRT.

Section 18.12. SPECIAL IFRS

(a) A Special IFR may be initiated outside of the cycle for the Periodic IFRs to address any deficiency, problem or other issue that has adversely affected PTI's performance under the IANA Naming Function Contract and IANA Naming Function SOW (a "**PTI Performance Issue**"), following the satisfaction of each of the following conditions:

(i) The Remedial Action Procedures of the CSC set forth in the IANA Naming Function Contract shall have been followed and failed to correct the PTI Performance Issue and the outcome of such procedures shall have been reviewed by the ccNSO and GNSO according to each organization's respective operating procedures;

~~(ii) The IANA Problem Resolution Process set forth in the IANA Naming Function Contract shall have been followed and failed to correct the PTI Performance Issue and the outcome of such process shall have been reviewed by the ccNSO and GNSO according to each organization's respective operating procedures;~~

(iii) The ccNSO and GNSO shall have considered the outcomes of the processes set forth in the ~~preceding clauses (i) and (ii)~~ [Section 18.12\(a\)\(i\)](#) and shall have conducted meaningful consultation with the other Supporting Organizations and Advisory Committees with respect to the PTI Performance Issue and whether or not to initiate a Special IFR; and

(~~iiiv~~) After a public comment period that complies with the designated practice for public comment periods within ICANN, if a public comment period is requested by the ccNSO and the GNSO, a Special IFR shall have been approved by the vote of (A) a supermajority of the ccNSO Council (pursuant to the ccNSO's procedures or if such procedures do not define a supermajority, two-thirds (2/3) of the Council members) and (B) a GNSO Supermajority.

(b) Each Special IFR shall be conducted by an IFRT and shall follow the same procedures and requirements applicable to Periodic IFRs as set forth in this Section 18, except that:

(i) The scope of the Special IFR and the related inputs that are required to be reviewed by the IFRT shall be focused primarily on the PTI Performance Issue, its implications for overall IANA naming function performance by PTI and how to resolve the PTI Performance Issue;

(ii) The IFRT shall review and analyze the information that is relevant to the scope of the Special IFR; and

(iii) Each recommendation of the IFRT ~~made in a relating to the~~ Special IFR, ~~including but not limited to any recommendation to initiate an IANA Naming Function Separation Process~~, must be related to remediating the PTI Performance Issue or other issue with PTI's performance that is related to the IFRT responsibilities set forth in Section 18.3, and shall include proposed remedial procedures and describe how those procedures are expected to address the PTI Performance Issue or other relevant issue with PTI's performance. For avoidance of doubt, the IFRT may issue recommendations to initiate an IANA Naming Function Separation Process through a Special IFR.

(c) A recommendation of an IFRT ~~for arising from~~ a Special IFR shall only become effective if, with respect to each such recommendation (each, a "**Special IFR Recommendation**"), each of the following occurs:

(i) The Special IFR Recommendation has been approved by the vote of (A) a supermajority of the ccNSO Council (pursuant to the ccNSO's procedures or, if such procedures do not define a supermajority, two-thirds (2/3) of the ccNSO Council's members) and (B) a GNSO Supermajority;

(ii) After a public comment period that complies with the designated practice for public comment periods within ICANN, the Board has approved the Special IFR Recommendation; and

(iii) The EC has not rejected the Board's approval of the Special IFR Recommendation pursuant to and in compliance with Section 18.12(e).

(d) The Board shall accept or reject a Special IFR Recommendation within 45 days of the later of (1) the date that the condition in Section 18.12(c)(i) is satisfied or (2) the expiration of the public comment period contemplated by Section 18.12(c)(ii). If the Board does not act within that 45-day time period, the Special IFR Recommendation shall be deemed rejected.

~~(ed)~~ If the Board (x) rejects a Special IFR Recommendation that was approved by the ccNSO Council and GNSO Council pursuant to Section 18.12(c)(i) or (y)) rejects an IFR Recommendation through expiration of time as specified in Section 18.12(d) does not resolve to either accept or reject a Special IFR Recommendation within 45 days of the later of (1) the date that the condition in Section 18.12(c)(i) is satisfied or (2) the expiration of the public comment period contemplated by Section 18.12(c)(ii), the Secretary shall promptly provide a Board Notice to the EC Administration and the Decisional Participants, which Board Notice shall enclose a copy of the applicable Special IFR Recommendation. ICANN shall post the Board Notice, along with a copy of the notification(s) sent to the EC Administration and the Decisional Participants, on the Website promptly following the delivery of the Board Notice to the EC Administration and the Decisional Participants.

(i) ICANN shall, at the direction of the EC Administration, convene a Rejection Action Community Forum, which Rejection Action Community Forum shall be conducted in accordance with Section 2.3 of Annex D, to discuss the Board Notice; provided, that, for purposes of Section 2.3 of Annex D, (A) the Board Notice shall be treated as the Rejection Action Supported Petition, (B) the EC Administration shall be treated as the Rejection Action Petitioning Decisional Participant (and there shall be no Rejection Action Supporting Decisional Participants) and (C) the Rejection Action Community Forum Period shall expire on the 21st day after the date the Secretary provides the Board Notice to the EC Administration and the Decisional Participants.

(ii) No later than 45 days after the conclusion of such Rejection Action Community Forum Period, the Board shall resolve to either uphold its rejection of the Special IFR Recommendation or approve the Special IFR Recommendation (either, a "**Post-Forum Special IFR Recommendation Decision**").

(A) If the Board resolves to approve the Special IFR Recommendation, such Special IFR Recommendation will be subject to Section 18.126(fd).

(B) For the avoidance of doubt, the Board shall not be obligated to change its decision on the Special IFR Recommendation as a result of the Rejection Action Community Forum.

(C) The Board's Post-Forum Special IFR Recommendation Decision shall be posted on the Website in accordance with the Board's posting obligations as set forth in Article 3.

~~(f)~~ If the Board approves a Special IFR Recommendation that relates to an IANA Naming Function Separation Process as described in Article 19, Promptly after the Board approves a Special IFR Recommendation (a "**Special IFR Recommendation Decision**"), the Secretary shall promptly provide a Board Notice to the EC Administration and the Decisional Participants, which Board Notice shall enclose a copy of the Special IFR Recommendation that is the subject of the Special IFR Recommendation Decision. ICANN shall post the Board Notice, along with a copy of the notification(s) sent to the EC Administration and the Decisional Participants, on the Website promptly following the delivery of the Board Notice to the EC Administration and the Decisional Participants. The EC Administration shall promptly commence and comply with the procedures and requirements specified in Article 2 of Annex D.

(i) A Special IFR Recommendation Decision shall become final upon the earliest to occur of the following:

(A)(1) A Rejection Action Petition Notice is not timely delivered by the Rejection Action Petitioning Decisional Participant to the Secretary pursuant to and in compliance with Section 2.2(c) of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.2(c) of Annex D, in which case the Special IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Petition Period relating to such Special IFR Recommendation Decision;

(B)(1) A Rejection Action Supported Petition is not timely delivered by the Rejection Action Petitioning Decisional Participant to the Secretary pursuant to and in compliance with Section 2.2(d) of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.2(d) of Annex D, in which case the Special IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Petition Support Period relating to such Special IFR Recommendation Decision; and

(C)(1) An EC Rejection Notice is not timely delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.4 of Annex D or (2) a Rejection Process Termination Notice is delivered by the EC Administration to the Secretary pursuant to and in compliance with Section 2.4(c) of Annex D, in which case the Special IFR Recommendation Decision shall be final as of the date immediately following the expiration of the Rejection Action Decision Period relating to such Special IFR Recommendation Decision.

(ii) A Special IFR Recommendation Decision that has been rejected by the EC pursuant to and in compliance with Article 2 of Annex D shall have no force and effect, and shall be void ab initio.

~~(f) For the avoidance of doubt, [Section 18.12\(e\)](#) shall not apply when the Board acts in a manner that is consistent with a Special IFR Recommendation unless such Special IFR Recommendation relates to an IANA Naming Function Separation Process as described in [Article 19](#).~~

Section 18.13. PROPOSED SEPARATION PROCESS

The IFRT conducting either a Special IFR or Periodic IFR may, upon conclusion of a Special IFR or Periodic IFR, as applicable, determine that an IANA Naming Function Separation Process is necessary and, if so, it shall recommend the creation of an SCWG pursuant to [Article 19](#).

ARTICLE 19 IANA NAMING FUNCTION SEPARATION PROCESS

{...}

Section 19.5. SCWG COMPOSITION

(a) Each SCWG shall consist of the following members and liaisons to be appointed in accordance with the rules and procedures of the appointing organization:

(i) ~~Three~~ representatives who are associated with ccTLD managers, appointed by the ccNSO Council. Representatives need not be associated with a ccNSO member. The ccNSO shall use an inclusive process, which is open to all ccTLD managers, independent of their membership in the ccNSO. ~~from its ccTLD registry operator representatives;~~

~~(ii) One non-ccNSO ccTLD representative who is associated with a ccTLD registry operator that is not a representative of the ccNSO, appointed by the ccNSO;~~ it is strongly recommended that the ccNSO Council reaches out to all ccTLD managers directly and/or through ~~consult with the~~ regional ccTLD organizations (i.e., AfTLD, APTLD, LACTLD and CENTR) in making its appointment seeking volunteers;

~~(iii)~~ Three representatives appointed by the Registries Stakeholder Group;

~~(iiiiv)~~ One representative appointed by the Registrars Stakeholder Group;

~~(iv)~~ One representative appointed by the Commercial Stakeholder Group;

~~(vi)~~ One representative appointed by the Non-Commercial Stakeholder Group;

~~(vii)~~ One representative appointed by the GAC;

- (viii) One representative appointed by the SSAC;
 - ~~(viii)~~ One representative appointed by the RSSAC;
 - (ix) One representative appointed by the ALAC;
 - ~~(x)~~ One liaison appointed by the CSC;
 - (xii) One liaison appointed by the IFRT that conducted the Special IFR or Periodic IFR, as applicable, that recommended the creation of the SCWG, who shall be named in the IFRT's recommendation to convene the Special IFR;
 - ~~(xiii)~~ One liaison who may be appointed by the ASO;
 - ~~(xiii)~~ One liaison who may be appointed by the IAB; and
 - ~~(xiv)~~ One liaison who may be appointed by the Board.
 - (xvi) The SCWG may also include an unlimited number of non-member, non-liaison participants.
- (b) All candidates for appointment to the SCWG as a member or liaison shall submit an expression of interest to the organization that would appoint such candidate as a member or liaison, which shall state (i) why the candidate is interested in becoming involved in the SCWG, (ii) what particular skills the candidate would bring to the SCWG, (iii) the candidate's knowledge of the IANA naming function, (iv) the candidate's understanding of the purpose of the SCWG, and (v) that the candidate understands the time necessary to participate in the SCWG process and can commit to the role.
- (c) Members and liaisons of the SCWG shall disclose to ICANN and the SCWG any conflicts of interest with a specific complaint or issue under review. The SCWG may exclude from the discussion of a specific complaint or issue any member, liaison or participant deemed by the majority of SCWG members to have a conflict of interest. The co-chairs of the SCWG shall record any such conflict of interest in the minutes of the SCWG.
- (d) To the extent reasonably possible, the appointing organizations for SCWG members and liaisons shall work together to:
- (i) achieve an SCWG that is balanced for diversity (including functional, geographic and cultural) and skill, and should seek to broaden the number of individuals participating across the various reviews; provided, that the SCWG should include members from each ICANN Geographic Region, ~~The, and the~~ ccNSO and Registries Stakeholder Group shall each endeavor to not appoint multiple members who are citizens of

countries from the same ICANN Geographic Region, [though an SCWG may proceed even if such geographic diversity targets for the ccNSO and/or the Registries Stakeholder Group appointees cannot be achieved](#);

(ii) ensure that the SCWG is comprised of individuals who are different from those individuals who comprised the IFRT that conducted the Special IFR or Periodic IFR, as applicable, that recommended the creation of the SCWG, other than the liaison to the IFRT appointed by the CSC; and

(iii) seek to appoint as representatives of the SCWG as many individuals as practicable with experience managing or participating in RFP processes.

(e) ICANN shall select an ICANN staff member and a PTI staff member to serve as points of contact to facilitate formal lines of communication between the SCWG and ICANN and the SCWG and PTI. Communications between the SCWG and the ICANN and PTI points of contact shall be communicated by the SCWG co-chairs.

(f) The SCWG shall not be a standing body. Each SCWG shall be constituted when and as required under these Bylaws and shall dissolve following the end of the process for approving such SCWG's SCWG Recommendations pursuant to [Section 19.4\(d\)](#).

[...]

ICANN BOARD PAPER NO. 2022.05.01.2c

TITLE: **Standard Bylaw Amendments to Article 10 and Annex B Concerning the CCNSO**

PROPOSED ACTION: **For Board Consideration and Approval**

EXECUTIVE SUMMARY:

The Board is being asked to take action to approve Standard Bylaws amendments to Article 10 and Annex B. The proposed Bylaws [changes](#) support improvements arising out of the second Organizational Review of the ccNSO (ccNSO2 Review), specifically the need to allow Internationalized Domain Name (IDN) country code top-level domain (ccTLD) managers to become members of the ccNSO if they choose to do so. The changes also address issues of definition of membership and voting rights when there are multiple ccTLD managers from the same country or territory and are important to the continued effectiveness of ccNSO processes. The proposed amendments are the result of extensive consultations with the members of the ccNSO. The proposed amendments were posted for public comment, and with no objections raised, the Board is now asked to consider the approval of these Standard Bylaws amendments.

BOARD ORGANIZATIONAL EFFECTIVENESS COMMITTEE

RECOMMENDATION:

As part of the Organizational Effectiveness Committee's work in coordinating oversight of organizational reviews and their implementation, the OEC recommends that the ICANN Board approve the amendments to Article 10 and Annex B of the Bylaws, as published, to enable the ccNSO to implement the recommendations from its organizational review.

PROPOSED RESOLUTION:

Whereas, Article 10 and Annex B of the Bylaws governs the Country-Code Names Supporting Organization (ccNSO), and the ccNSO Policy-Development Process (ccPDP), respectively.

Whereas, since the launch of the IDN ccTLD Fast Track Process in 2009, some countries and territories may have multiple ccTLDs, which can each be operated through different ccTLD managers. The current ICANN Bylaws defining membership in the ccNSO do not clearly identify a membership and voting structure when there are multiple ccTLD managers within the same country or territory.

Whereas, to support the inclusion of ccTLD managers for IDN ccTLDs, as well as improvements arising from the second Organizational Review of the ccNSO (ccNSO2 Review), the ccNSO Council has proposed [changes](#) to Article 10 and Annex B of the ICANN Bylaws.

Whereas, on 28 October 2021, pursuant to the Standard Bylaws amendment process at Article 25, Section 25.1(b) of the ICANN Bylaws, the ICANN Board [approved](#) the posting of these proposed Bylaws amendment for public comment.

Whereas, the proposed Bylaw amendments were posted for public comment from 21 January 2022 – 2 March 2022. All public comment submissions were supportive of the proposed amendments and did not raise any concerns requiring further proposed changes.

Whereas, the Organizational Effectiveness Committee of the Board recommends the approval of the Bylaws changes related to the ccNSO, as posted for public comment.

Resolved (2022.05.01.xx), pursuant to Section 25.1 of the ICANN Bylaws, the Board approves the [amendments](#) to Bylaws Article 10 and Annex B as posted for public comment, and directs the ICANN President and CEO, or his designee, to continue with the Standard Bylaws amendment process for these sections of the Bylaws.

PROPOSED RATIONALE:

The Board is taking this action today to approve amendments to the ICANN Bylaws at the request of the ccNSO. Since the launch of the IDN ccTLD Fast Track Process in 2009, some countries and territories may have multiple ccTLDs, which can each be operated through different ccTLD managers. Prior to today's action by the Board, however, the ICANN Bylaws defining membership in the ccNSO did not clearly identify a membership and voting structure when there are multiple ccTLD managers

within the same country or territory. The changes approved by the Board address the need to allow Internationalized Domain Name (IDN) country code top-level domain (ccTLD) managers to become members of the ccNSO if they choose to do so. The changes also address issues of definition of membership and voting rights when there are multiple ccTLD managers from the same country or territory and are important to the continued effectiveness of ccNSO processes.

Additionally, the Bylaw amendments support the organizational reviews required under Section 4.4 of the ICANN Bylaws. The second Country Code Names Supporting Organization Review (ccNSO2 Review) commenced in August 2018. The independent examiner conducting the review produced a [final report](#) that was published in August 2019. The ccNSO2 Review Working Party, based on its detailed review of the independent examiner's final report, prepared a [Feasibility Assessment and Implementation Plan](#) (Feasibility Assessment). The Feasibility Assessment was [approved](#) the ccNSO Council on 24 June 2020. The Bylaw amendments support certain improvements arising from the ccNSO2 Review.

The changes are the result of extensive consultations with the members of the ccNSO. As well, the ccNSO leadership coordinated with ICANN Org's Legal department on the substance of the amendments. As required by Article 25, Section 25.1, prior to approval of a Standard Bylaw Amendment by the ICANN Board, a draft of the Standard Bylaw Amendment was published for public comment. All public comment [submissions](#) were supportive of the proposed amendments to Article 10 and Annex B of the Bylaws.

Today's action does not pose any identified fiscal impact, nor does it impact the security, stability or resiliency of the Internet's DNS. This action serves ICANN's mission in ensuring the stable and secure operation of the Internet's unique identifier systems through supporting the continued evolution of the governance of the ccNSO. In addition, this action supports the accountability mandates of organizational review process, as the changes to the Bylaws are in support of the ccNSO2 Review. This Board action is in the public interest as following the Bylaws-mandated amendment process supports ICANN's multistakeholder community and allows ICANN to remain accountable to its Bylaws-mandated mechanisms.

Signature Block:

Submitted by: Samantha Eisner

Position: Deputy General Counsel

Date Noted: 22 April 2022

Email: Samantha.eisner@icann.org

ICANN Bylaws
As amended 28 November 2019

Proposed Amendments to Article 10 and Annex B
For Public Comment [21 January 2022]

ANNEX

Article 10

Section 10.4. MEMBERSHIP

(a) The ccNSO shall have a membership consisting of ccTLD managers. Any ccTLD manager that meets the membership qualifications stated in [Section 10.4\(b\)](#) shall be entitled to be members of the ccNSO. For purposes of this [Article 10](#), a "ccTLD manager" is the organization or entity responsible for managing [a ccTLD according to and under the current heading "Delegation Record" in the Root Zone Database](#), or under any [other modification](#), for that country-code top-level domain.

For purposes of this Article, and Annexes B and C of these Bylaws, "Territory" is defined to be the country, dependency or other area of particular geopolitical interest listed on the International Standard ISO 3166-1, Codes for the representation of names of countries and their subdivisions – Part 1: Country Codes, or, in some exceptional cases listed on the reserved ISO 3166-1 code elements.

(b) Any ccTLD manager may become a ccNSO member by submitting an application to a person designated by the ccNSO Council to receive applications. The application shall be in writing in a form designated by the ccNSO Council. The application shall include the ccTLD manager's recognition of the role of the ccNSO within the ICANN structure as well as the ccTLD manager's agreement, for the duration of its membership in the ccNSO, () to adhere to rules of the ccNSO, including membership rules, () to abide by policies developed and recommended by the ccNSO and adopted by the Board in the manner described by [Section 10.4\(l\)](#) and [Section 10.4\(k\)](#), and () to pay ccNSO membership fees established by the ccNSO Council under [Section 10.7\(c\)](#). A ccNSO member may resign from membership at any time by giving written notice to a person designated by the ccNSO Council to receive notices of resignation. Upon resignation the ccTLD manager ceases to agree to (A) adhere to rules of the ccNSO, including membership rules, (B) to abide by policies developed and recommended by the ccNSO and adopted by the Board in the manner described by [Section 10.4\(l\)](#) and [Section 10.4\(k\)](#), and (C) to pay ccNSO membership fees established by the ccNSO Council under [Section 10.7\(c\)](#). In the absence of designation by the ccNSO Council of a person to receive applications and notices of resignation, they shall be sent to the ICANN Secretary, who shall notify the ccNSO Council of receipt of any such applications and notices.

(c) Neither membership in the ccNSO nor membership in any Regional Organization described in [Section 10.5](#) shall be a condition for access to or registration in the IANA database. Any individual representing a ccTLD manager has with ICANN or

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As amended 28 November 2019

the ccTLD manager's receipt of IANA services is not in any way contingent upon membership in the ccNSO.

(d) The Geographic Regions of ccTLDs shall be as described in [Section 7.5](#). For purposes of this [Article 10](#), managers of ccTLDs within a Geographic Region that are members of the ccNSO are referred to as ccNSO members "within" the Geographic Region, regardless of the physical location of the ccTLD manager. In cases where the Geographic Region of a ccNSO member is unclear, the ccTLD member should self-select according to procedures adopted by the ccNSO Council.

(e) [Description of Representation](#).

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(i) Each ccTLD manager may designate in writing a person, organization, or entity to represent the ccTLD manager [in matters relating to the ccNSO \("Representation"\)](#). In the absence of such a designation, ~~the person, organization, or entity listed as the administrative contact in the IANA database shall be deemed to be the designee of the ccTLD manager by whom the ccNSO member shall be represented.~~

Deleted: the ccTLD manager shall be represented by

(ii) ~~For any Territory for which there is a single ccTLD manager that is a ccNSO member, the Representation selected by that manager in accordance with [Section 10.4\(e\)](#) shall be the Territory's emissary ("Emissary") for the purpose of voting in the specific cases enumerated in this Article, Annex B, or Annex C of these Bylaws. In the event two or more ccTLD managers from the same Territory are ccNSO members, those ccTLD managers are to appoint one of the Representations from among those ccNSO members to serve as the Emissary to vote on behalf of the ccNSO members from that Territory.~~

(iii) ~~During any period in which an Emissary is not appointed, the ccTLD manager that has been the member of the ccNSO for the longest period is deemed to be the Emissary for that Territory.~~

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(iv) Each Emissary, regardless of the number of ccTLD managers within the relevant Territory, is entitled to cast a single vote in any round of any voting process defined within this Article, Annex B or Annex C that is reserved for Emissary voting. The ccTLD managers within each Territory may define the process to determine how the respective Emissary's vote is determined.

(f) There shall be an annual meeting of ccNSO members, which shall be coordinated by the ccNSO Council. Annual meetings should be open for all to attend, and a reasonable opportunity shall be provided for ccTLD managers that are not members of the ccNSO as well as other non-members of the ccNSO to address the meeting. To the extent practicable, annual meetings of the ccNSO members shall be held in person and should be held in conjunction with meetings of the Board, or of one or more of ICANN's other Supporting Organizations.

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(g) The ccNSO Council members selected by the ccNSO members from each Geographic Region (see [Section 10.3\(a\)\(1\)](#)) shall be selected through nomination, and if necessary election, by the ccNSO members within that Geographic Region. At least 90 days before the end of the regular term of any ccNSO-member-selected member of the ccNSO Council, or upon the occurrence of a vacancy in the seat of such a ccNSO Council member, the ccNSO Council shall establish a nomination and election schedule, which shall be sent to all ccNSO members within the Geographic Region and posted on the Website.

(h) Any ccNSO member may nominate and endeavor to serve as a ccNSO Council member representing the ccNSO member's Geographic Region. Nominations must be seconded by another ccNSO member from [a different Territory, from](#) the same Geographic Region. By accepting the nomination, nominees nominated to the ccNSO Council agree to support the policies committed to by ccNSO members.

(i) If at the close of nominations there are no more candidates nominated (with seconds and acceptances) in a particular Geographic Region than there are seats on the ccNSO Council available for that Geographic Region, then the nominated candidates shall be selected to serve on the ccNSO Council. Otherwise, an election by written ballot (which may be by [electron means](#)) shall be held to select the ccNSO Council members from among those nominated (with seconds and acceptances), with ccNSO members from the Geographic Region being entitled to vote in the election through the [Emssar es](#). In such an election, a majority of [the Emssar es entitled to vote](#) in the Geographic Region shall constitute a quorum, and the selected candidate must receive [a plurality of the votes](#) cast by [the Emssar es](#) within the Geographic Region. The ccNSO Council Charter shall provide the ICANN Secretary prompt written notice of the selection of ccNSO Council members under this paragraph.

(j) Subject to [Section 10.4\(k\)](#), ICANN policies shall apply to ccNSO members by virtue of their membership to the extent, and only to the extent, that the policies (i) only address issues that are within scope of the ccNSO according to [Section 10.6\(a\)](#) and [Annex C](#); (ii) have been developed through the ccPDP as described in [Section 10.6](#), and (iii) have been recommended as such by the ccNSO to the Board, and (iv) are adopted by the Board as policies, provided that such policies do not conflict with the law applicable to the ccTLD manager which shall, at all times, remain paramount. In addition, such policies shall apply to ICANN entities activities concerning ccTLDs.

(k) A ccNSO member shall not be bound if it provides a declaration to the ccNSO Council stating that (i) implementation of the policy would require the member to breach custom, religion, or public policy (not embodied in the applicable law described in [Section 10.4\(i\)](#)), and (ii) failure to implement the policy would not impair DNS operations or interoperability, giving detailed reasons supporting its statements. After investigation, the ccNSO Council will provide a response to the ccNSO member's declaration. If there is a ccNSO Council consensus disagreeing with the declaration, which may be demonstrated by a vote of 14 or more members of

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the ccNSO Council, the response shall state the ccNSO Council's disagreement with the decision and the reasons for disagreement. Otherwise, the response shall state the ccNSO Council's agreement with the decision. If the ccNSO Council disagrees, the ccNSO Council shall review the situation after a six-month period. At the end of that period, the ccNSO Council shall make findings as to (A) whether the ccNSO members' implementation of the policy would require the member to breach custom, regulation, or public policy (not embodied in the applicable law described in [Section 10.4\(j\)](#)) and (B) whether failure to implement the policy would impair DNS operations or interoperability. In making any findings disagreeing with the decision, the ccNSO Council shall proceed by consensus, which may be demonstrated by a vote of 14 or more members of the ccNSO Council.

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Annex B: ccNSO Policy-Development Process (ccPDP)

The following process shall govern the ccNSO policy-development process ("PDP").

1. Request for an Issue Report

An Issue Report may be requested by any of the following:

- a. *Council.* The ccNSO Council (in this Annex B, the "**Council**") may call for the creation of an Issue Report by documentat on of support from at east seven of the members of the Council present at any meeting or voting by e lectron c means.
- b. *Board.* The Board may call for the creation of an Issue Report by requesting the Council to begin the policy-development process.
- c. *Regional Organization.* One or more of the Regional Organizations representing ccTLDs in the ICANN recognized Regions may call for creation of an Issue Report by requesting the Council to begin the policy-development process.
- d. *ICANN Supporting Organization or Advisory Committee.* An ICANN Supporting Organization or an ICANN Advisory Committee may call for creation of an Issue Report by requesting the Council to begin the policy-development process.
- e. *Members of the ccNSO.* At east ten members of the ccNSO from at east ten different Territories may call for the creation of an Issue Report at any meeting or by e lectron c means.

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Any request for an Issue Report must be in writing and must set out the issue upon which an Issue Report is requested in sufficient detail to enable the Issue Report to be prepared. It shall be open to the Council to request further information or undertake further research or investigation.

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2. Creation of the Issue Report and Initiation Threshold

Within fourteen (14) days after the receipt of a request as outlined in Item 1 above the Council shall appoint an Issue Manager. The Issue Manager may be a staff member of ICANN (in which case the costs of the Issue Manager shall be borne by ICANN) or such other person or persons selected by the Council (in which case the ccNSO shall be responsible for the costs of the Issue Manager).

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Within fifteen (15) calendar days after appointment (or such other time as the Council shall, in consultation with the Issue Manager, deem to be appropriate), the Issue

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Manager shall create an Issue Report. Each Issue Report shall contain at least the following:

- a. The proposed issue raised for consideration;
- b. The identity of the party submitting the issue;
- c. How that party is affected by the issue;
- d. Support for the issue to initiate the PDP;
- e. A recommendation from the Issue Manager as to whether the Council should move to initiate the PDP for this issue (the "**Manager Recommendation**"). Each Manager Recommendation shall include, and be supported by, an opinion of the ICANN General Counsel regarding whether the issue is properly within the scope of the ICANN policy process and within the scope of the ccNSO. In coming to his or her opinion, the General Counsel shall examine whether:

1) The issue is within the scope of the Mission;

2) Analysis of the relevant factors according to Section 10.6(b) and Annex C affirmatively demonstrates that the issue is within the scope of the ccNSO;

In the event that the General Counsel reaches an opinion on the affirmative with respect to points 1 and 2 above then the General Counsel shall also consider whether the issue:

3) Implicates or affects an existing ICANN policy;

4) Is key to having lasting value or applicability, a bet with the need for occasional updates, and to establish a guide or framework for future decision-making.

In all events, consideration of revisions to the ccPDP (this Annex B) or to the scope of the ccNSO (Annex C) shall be within the scope of ICANN and the ccNSO.

In the event that General Counsel is of the opinion the issue is not properly within the scope of the ccNSO Scope, the Issue Manager shall inform the Council of this opinion. If after an analysis of the relevant factors according to Section 10.6 and Annex C a majority of 10 or more Council members is of the opinion the issue is within scope the Chair of the ccNSO shall inform the Issue Manager accordingly. General Counsel and the ccNSO Council shall engage in a dialogue according to agreed rules and procedures to resolve the matter. In the event no agreement is reached between General Counsel and the Council as to whether the issue is within or outside Scope of the ccNSO then by a vote of 15 or more members the Council may decide the issue is within scope. The Chair of the ccNSO shall inform General Counsel and the Issue Manager accordingly. The Issue Manager shall then proceed with a recommendation whether or not the

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Council should move to initiate the PDP including both the opinion and analysis of General Counsel and Council in the Issues Report.

- f. In the event that the Manager Recommendation is in favor of initiating the PDP, a proposed timeline for conducting each of the stages of PDP outlined herein ("PDP Time Line").
- g. If possible, the issue report should indicate whether the resulting output is key to result in a policy to be approved by the Board. In some circumstances, it will not be possible to do this until substantive discussions on the issue have taken place. In these cases, the issue report should indicate this uncertainty. Upon completion of the Issue Report, the Issue Manager should submit it to the Council for a vote on whether to initiate the PDP.

3. Initiation of PDP

The Council should decide whether to initiate the PDP as follows:

- a. Within 21 days after receipt of an Issue Report from the Issue Manager, the Council should vote on whether to initiate the PDP. Such vote should be taken at a meeting held in any manner deemed appropriate by the Council, including in person or by conference call, but if a meeting is not feasible the vote may occur by [electronic means](#).
- b. A vote of ten or more Council members in favor of initiating the PDP shall be required to initiate the PDP provided that the Issue Report states that the issue is properly within the scope of the Mission and the ccNSO Scope.

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4. Decision Whether to Appoint Task Force; Establishment of Time Line

At the meeting of the Council where the PDP has been initiated (or, where the Council employs a vote by [electronic means](#), in that vote) pursuant to Item 3 above, the Council should decide, by a majority vote of members present at the meeting (or voting by [electronic means](#)), whether or not to appoint a task force to address the issue. If the Council votes:

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- a. In favor of convening a task force, it shall do so in accordance with Item 7 below.
- b. Against convening a task force, then it shall collect information on the policy issue in accordance with Item 8 below.

The Council shall also, by a majority vote of members present at the meeting or voting by [electronic means](#), approve or amend and approve the PDP Timeline set out in the Issue Report.

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7. Task Forces

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a. *Role of Task Force.* If a task force is created, its role shall be responsible for () gathering information documenting the positions of the ccNSO members within the Geographic Regions and other parties and groups; and () otherwise obtaining relevant information that shall enable the Task Force Report to be as complete and informative as possible to facilitate the Council's meaningful and informed deliberation.

The task force shall not have any formal decision-making authority. Rather, the role of the task force shall be to gather information that shall document the positions of various parties or groups as specifically and comprehensively as possible, thereby enabling the Council to have a meaningful and informed deliberation on the issue.

b. *Task Force Charter or Terms of Reference.* The Council, with the assistance of the Issue Manager, shall develop a charter or terms of reference for the task force (the "**Charter**") within the time designated in the PDP Timeline. Such Charter shall include:

1. The issue to be addressed by the task force, as such issue was articulated for the vote before the Council that initiated the PDP;
2. The specific timeline that the task force must adhere to, as set forth below, unless the Council determines that there is a compelling reason to extend the timeline; and
3. Any specific instructions from the Council for the task force, including whether or not the task force should solicit the advice of outside advisors on the issue.

The task force shall prepare its report and otherwise conduct its activities in accordance with the Charter. Any request to deviate from the Charter must be formally presented to the Council and may only be undertaken by the task force upon a vote of a majority of the Council members present at a meeting or voting by [electronic means](#). The quorum requirements of [Section 10.3\(n\)](#) shall apply to Council actions under this Item 7(b).

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13. Members Vote

Following the submission of the Members Report and within the time designated by the PDP Timeline, the ccNSO members shall be given an opportunity to vote on the Council Recommendation. The vote of members shall be electronic [and lodged through the designated Emssar es](#). The members' votes shall be [lodged over such a period of time as designated in the PDP Timeline](#) (at least 21 days long).

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In the event that at least 50% of the [Emssar es](#) lodge votes within the voting period, the resulting vote will be employed without further process. In the event that fewer than 50% of the ccNSO members lodge votes in the first round of voting, the first round will not be employed and the results of a final, second round of voting, conducted after at least thirty days notice to the ccNSO members, will be employed [respectively of whether at](#)

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at least 50% of [the Emssar.es](#) edge votes. In the event that more than 66% of the votes received at the end of the voting period shall be in favor of the Council Recommendation, then the recommendation shall be conveyed to the Board in accordance with Item 14 below as the ccNSO Recommendation.

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