

# 28 SEPTEMBER 2015 BOARD MEETING

## Board Papers

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**AGENDA – 28 September 2015 BOARD Meeting – 90 minutes – last updated 17 September**

<b>Time, etc.</b>	<b>Agenda Item</b>	<b>Shepherd</b>
<b>Assembly, Roll Call &amp; Consent Agenda Vote</b>           20 min	<b>1. Consent Agenda</b>	
	1.a. Approval of Minutes <ul style="list-style-type: none"> <li>• 16 July 2015</li> <li>• 28 July 2015</li> </ul>	John Jeffrey
	1.b. GNSO Council PDP Recommendations - Translation and Transliteration of Contact Information	Bruce Tonkin
	1.c. GNSO Policy & Implementation Recommendations	Bruce Tonkin
	1.d. Renewal of .CAT Registry Agreement	Akram Atallah
	1.e. Renewal of .TRAVEL Registry Agreement	Akram Atallah
	1.f. Renewal of .PRO Registry Agreement	Akram Atallah
	1.g. Appointment of 2016 Nominating Committee Chair and Chair-Elect	Chris Disspain

**AGENDA – 28 September 2015 BOARD Meeting – 90 minutes – last updated 17 September**

<b>Time, etc.</b>	<b>Agenda Item</b>	<b>Shepherd</b>
<p><b>Discussion &amp; Decision</b></p> <p>60 min</p>	<b>2. Main Agenda</b>	
	2.a. June 2016 ICANN Meeting Venue Contracting	Cherine Chalaby
	2.b. Contracting and Disbursement for New ERP Initiative	Cherine Chalaby/Mike Silber/Ram Mohan
	2.c. Reserve Fund Release – USG IANA Stewardship Transition Costs	Cherine Chalaby
	2.d. New gTLD Program: Path to Future Rounds	Akram Atallah
	2.e. Insurance Requirements for Registrar Accreditation Agreement	Mike Silber
	2.f. Release of Reserved Country and Territory Names in the New gTLD Namespace	Chris Disspain/ Bruce Tonkin
	2.g. AOB	

**ICANN BOARD SUBMISSION NO. 2015.09.28.1b**

**TO:** ICANN Board of Directors  
**TITLE:** GNSO Council Recommendations Translation and Transliteration of Contact Information  
**PROPOSED ACTION:** For Board Approval

**EXECUTIVE SUMMARY:**

The Board is being asked to approve a set of seven policy recommendations unanimously approved by the Generic Names Supporting Organization (GNSO) at its meeting on 24 June 2015. The seven recommendations provide guidelines for the translation and transliteration of Contact information, commonly referred to as WHOIS. In 2013, the GNSO Council established a Policy Development Process (PDP) Working Group (WG) to consider two overarching charter questions on this issue:

- Whether it is desirable to translate contact information to a single common language or transliterate contact information to a single common script?
- Who should decide who should bear the burden [of] translating contact information to a single common language or transliterating contact information to a single common script?

The specific policy recommendations to be considered by the Board are as follows:

**Recommendation #1** The Working Group recommends that it is not desirable to make transformation of contact information mandatory. Any parties requiring transformation are free to do so on an *ad hoc* basis outside Whois or any replacement system, such as the Registration Data Access Protocol (RDAP). If not undertaken voluntarily by registrar/registry (see Recommendation #5), the burden of transformation lies with the requesting party.

**Recommendation #2** Whilst noting that a Whois replacement system should be capable of receiving input in the form of non-ASCII script contact information, the Working Group recommends its data fields be stored and displayed in a way that allows for easy identification of what the different data entries represent and what language(s)/script(s) have been used by the registered name holder.

**Recommendation #3** The Working Group recommends that the language(s) and script(s) supported for registrants to submit their contact information data may be chosen in accordance with gTLD- provider business models.

**Recommendation #4** The Working Group recommends that, regardless of the language(s)/script(s) used, it is assured that the data fields are consistent to standards in the Registrar Accreditation Agreement (RAA), relevant Consensus Policy, Additional Whois Information Policy (AWIP) and any other applicable policies. Entered contact information data are validated, in accordance with the aforementioned Policies and Agreements and the language/script used must be easily identifiable.

**Recommendation #5** The Working Group recommends that if the transformation of contact information is performed, and if the Whois replacement system is capable of displaying more than one data set per registered name holder entry, these data should be presented as additional fields (in addition to the authoritative local script fields provided by the registrant) and that these fields be marked as transformed and their source(s) indicated.

**Recommendation #6** The Working Group recommends that any Whois replacement system, for example RDAP, remains flexible so that contact information in new scripts/languages can be added and expand its linguistic/script capacity for receiving, storing and displaying contact information data.

**Recommendation #7** The Working Group recommends that these recommendations are coordinated with other Whois modifications where necessary and are implemented and/or applied as soon as a Whois replacement system that can receive, store and display non-ASCII characters, becomes operational.

**Finding in relation to second Charter question** Based on recommendations #1-#7, the question of who should decide who should bear the burden of translating or transliterating contact information to a single common script is moot.

Recommendation 1 was accompanied by a **Minority Statement**, see below (page 6).

## **STAFF RECOMMENDATION:**

Staff recommends that the Board adopt the GNSO Policy Recommendations as Consensus Policy. The recommendations, if implemented, will contribute to a market-force driven internationalization of the domain name system. Thereby they will allow registrars to decide which languages/scripts to support based on demand and permit end-users to register domain names in their native language and/or script. In addition, allowing registrants to use the script/language they know best, thus minimizing the translation and/or transliteration of contact information (containing almost exclusively proper nouns), will lead to a more consistency, transparency and accuracy of contact information data.

## **PROPOSED RESOLUTION:**

Whereas, on 13 June 2013, the GNSO Council launched a Policy Development Process (PDP) on the Translation and Transliteration, addressing two charter questions, set forth at <http://gns0.icann.org/en/issues/gtlds/transliteration-contact-charter-20nov13-en.pdf>.

Whereas, the PDP followed the prescribed PDP steps as stated in the Bylaws, resulting in a Final Report delivered on 12 June 2015;

Whereas, the Translation and Transliteration of Contact Information Working Group (WG) reached consensus on its first recommendation and full consensus on its remaining six recommendations;<sup>1</sup>

Whereas, the GNSO Council reviewed, and discussed the recommendations of the Translation and Transliteration of Contact Information WG, and adopted the Recommendations on 24 June 2015 by a unanimous vote (see: <http://gns0.icann.org/en/council/resolutions#20150624-3>);

Whereas, the GNSO Council vote met and exceeded the required voting threshold (i.e. supermajority) to impose new obligations on ICANN contracted parties; and

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<sup>1</sup> For a definition of consensus levels see <http://gns0.icann.org/en/council/annex-1-gns0-wg-guidelines-07apr11-en.pdf> (p.8).

Whereas, after the GNSO Council vote, a public comment period was held on the approved recommendations, and the comments have been summarized and considered

(<https://www.icann.org/public-comments/transliteration-contact-recommendations-2015-06-29-en>).

Resolved (2015.09.28.xx), the Board adopts the GNSO Council Policy Recommendations concerning the translation and transliteration of contact information as presented in the Final Report.

Resolved (2015.09.28.xx), the CEO, or his authorized designee(s), is directed to develop and complete an implementation plan for these Recommendations and continue communication and cooperation with the GNSO Implementation Review Team and community on the implementation work.

#### **RATIONALE FOR RESOLUTION:**

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

The continued internationalization of the domain name systems means that an ever-larger share of Internet users do not use (or are not even familiar) with US ASCII, the technical term for the Latin-based script used in English and many other western European languages.

Accuracy and consistency of contact information data are crucial to make it a useful source to those seeking information regarding domain name registrants. This PDP WG has considered the important issue of whether translated and/or transliterated data or data submitted in the script best known to the registrant is more likely to deliver these requirements, bearing also in mind the amount of requests for such data and the costs associated with blanket translation or transliteration.

The Translation and Transliteration PDP Final Report received consensus support on its first recommendation and full consensus on the remaining six others. It also received unanimous support from the GNSO Council.

Following the closing of the public comment period, the next step as outlined in Annex A of the ICANN Bylaws is consideration by the ICANN Board of the recommendations.

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

The following policy recommendations are being adopted:

**Recommendation #1** The Working Group recommends that it is not desirable to make transformation of contact information mandatory. Any parties requiring transformation are free to do so on an *ad hoc* basis outside Whois or any replacement system, such as the Registration Data Access Protocol (RDAP). If not undertaken voluntarily by registrar/registry (see Recommendation #5), the burden of transformation lies with the requesting party.

**Recommendation #2** Whilst noting that a Whois replacement system should be capable of receiving input in the form of non-ASCII script contact information, the Working Group recommends its data fields be stored and displayed in a way that allows for easy identification of what the different data entries represent and what language(s)/script(s) have been used by the registered name holder.

**Recommendation #3** The Working Group recommends that the language(s) and script(s) supported for registrants to submit their contact information data may be chosen in accordance with gTLD- provider business models.

**Recommendation #4** The Working Group recommends that, regardless of the language(s)/script(s) used, it is assured that the data fields are consistent to standards in the Registrar Accreditation Agreement (RAA), relevant Consensus Policy, Additional Whois Information Policy (AWIP) and any other applicable policies. Entered contact information data are validated, in accordance with the aforementioned Policies and Agreements and the language/script used must be easily identifiable.

**Recommendation #5** The Working Group recommends that if the transformation of contact information is performed, and if the Whois replacement system is capable of displaying more than one data set per registered name holder entry, these data should be presented as additional fields (in addition to the authoritative local script fields provided by the registrant) and that these fields be marked as transformed and their source(s) indicated.

**Recommendation #6** The Working Group recommends that any Whois replacement system, for example RDAP, remains flexible so that contact information in new scripts/languages can be added and expand its linguistic/script capacity for receiving, storing and displaying contact information data.

**Recommendation #7** The Working Group recommends that these recommendations are coordinated with other Whois modifications where necessary and are implemented and/or



applied as soon as a Whois replacement system that can receive, store and display non-ASCII characters, becomes operational.

**Finding in relation to second Charter question** Based on recommendations #1-#7, the question of who should decide who should bear the burden of translating or transliterating contact information to a single common script is moot.

Recommendation 1 was accompanied by a **Minority Statement**, reading as follows:

Working Group member Petter Rindforth, in line with the position taken by his Constituency, the Intellectual Property Constituency (ICP),<sup>2</sup> recommends mandatory translation and/or transliteration (transformation) of contact information in all generic top-level domains (gTLDs).

Although he agrees that there are situations where the contact information in the local language of the registrant is the primary version, such as to identify the registrant in preparation for a local legal action, there are a number of situations where a global WHOIS search, providing access to data in as uniform a fashion as possible, is necessary for the data registration service to achieve its goals of providing transparency and accountability in the DNS. See also 5.1.1 [of the Final Report] explaining the Working Group's arguments supporting mandatory transformation of contact information in all generic top-level domains.

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

Regular consultation with stakeholders took place during the lifetime of this PDP, specifically during three ICANN meetings (ICANN 49, 50 and 51), as well as public comment periods for the [Preliminary Issues Report](#), the [Initial Report](#) and [prior to Board consideration](#).

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

The main concern that was raised by the Community was that a multi-script / multi-language database will lead to less transparency because scripts other than Latin might be less comprehensible for a majority of internet users. It would also reduce the search-ability of data. It was also feared that fraudulent registrants could hide their identity behind different scripts/languages.

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<sup>2</sup> see also 5.1.1 and the Public Comment Review Tool (Annex B [of the Final Report]).

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

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

***What factors did the Board find to be significant?***

The recommendations were developed following the GNSO Policy Development Process as outlined in Annex A of the ICANN Bylaws and have received the unanimous support from the GNSO Council. As outlined in the ICANN Bylaws, the Council's supermajority support for the motion (the Council voted unanimously in favor) obligates the Board to adopt the recommendation unless by a vote of more than two-thirds, the Board determines that the policy is not in the best interests of the ICANN community or ICANN. In addition, continuing the internationalization of the domain name system is an important area of work for ICANN. The recommendations have the potential to improve user-friendliness and accuracy of contact information data throughout a truly globalized DNS.

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

Some of the positive impacts identified in the Final Report include (but are not limited to):

- Registrants not familiar with US-ASCII will be able to register domain names using the script they are most familiar with;
- Registrars are not forced to translate or transliterate data but they have to validate data regardless of which script they support – the decision on which ones those are will be regulated by demand and supply;
- Registration costs will not increase because requiring registrars to translate or transliterate all contact information data into one script<sup>3</sup> will inevitably lead to costs that could be passed on to registrants;
- Allowing registrants to use the language/script they are most familiar with when registering domains will have a positive impact on data accuracy.

Some of the negative impacts identified in the Final Report are that:

- - Those seeking to search contact information data and operating in US-ASCII might have to translate or transliterate data to be able to contact registrants (though that is

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<sup>3</sup> Many assume that that would be English US-ASCII though arguments for other scripts could be convincing.

true for those seeking information but not familiar with US-ASCII even if translation or transliteration were mandatory).

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

There are not fiscal impacts on ICANN. Those members of the community and wider public might have to pay for professional translation or transliteration of contact information. However, these costs stand in stark contrast to the potential costs that would occur if under a blanket requirement every contact that is provided in a script other than US-ASCII would have to be translated or transliterated.

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

The current WHOIS protocol is not designed for scripts other than US-ASCII. However, the Registration Data Access Protocol (RDAP) is currently being rolled out as the WHOIS replacement and it [the RDAP] is fully compatible with different scripts. Once the RDAP is implemented – or any another replacement that is capable of dealing with scripts other than US-ASCII – there will be no security, stability, or resiliency issues related to the DNS if the Board approves the proposed recommendations.

Submitted by: David Olive; Marika Konings  
Position: Vice President Policy Support; Senior Policy Director  
Date Noted: September 17, 2015  
Email and Phone Number [David.Olive@icann.org](mailto:David.Olive@icann.org); [Marika.konings@icann.org](mailto:Marika.konings@icann.org)

**ICANN BOARD PAPER NO. 2015.09.28.1c**

**TITLE:** **GNSO Policy & Implementation  
Recommendations**

**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

During its meeting on 24 June 2015, the GNSO Council unanimously adopted the recommendations of the GNSO Policy & Implementation Working Group (see <http://gnso.icann.org/en/drafts/policy-implementation-recommendations-01jun15-en.pdf>) which was tasked to address a number of questions as they relate to GNSO policy and implementation. Amongst others, these recommendations include three proposed new GNSO processes, the GNSO Input Process (GIP), the GNSO Guidance Process (GGP) and the GNSO Expedited Policy Development Process (EPDP), as well as a set of principles / requirements as they relate to policy & implementation (see Annex B) and GNSO Implementation Review Team principles & guidelines (see Annex C). As directed by the ICANN Board, the required changes to the ICANN Bylaws<sup>1</sup> (see Annex A) as a result of the recommended new GNSO processes were put out for public comment (see <https://www.icann.org/public-comments/bylaws-amendments-2015-07-31-en>). Two comments were received in support of the proposed recommendations. The ICANN Board is now expected to consider the proposed changes to the ICANN Bylaws for adoption as well as to consider endorsing the proposed GNSO policy & implementation principles and guidelines to guide further staff as well as community work related to GNSO policy and implementation.

**[STAFF or COMMITTEE] RECOMMENDATION:**

ICANN Staff recommends that the ICANN Board adopts the proposed changes to the ICANN Bylaws and endorses the principles / requirements as they relate to policy & implementation and GNSO Implementation Review Team principles & guidelines. This recommendation factors in the unanimous adoption of the recommendations by the

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<sup>1</sup> These proposed changes to the Bylaws are accompanied by a GGP and EPDP Manual, which can be found in Annex D and F of the GNSO Policy & Implementation Final Report (see <http://gnso.icann.org/en/drafts/policy-implementation-recommendations-01jun15-en.pdf>) and which would be incorporated into the GNSO Operating Procedures following adoption of the proposed Bylaw changes by the ICANN Board.

GNSO Council as well as the active participation of GNSO policy and GDD staff in the GNSO Policy & Implementation Working Group deliberations. Staff is of the view that these recommendations will further clarify and enhance the processes and procedures that the GNSO will have available to deal with policy and implementation related issues as well as introduce further transparency and clarity with regards to GNSO implementation.

**PROPOSED RESOLUTION:**

Whereas, On 17 July 2013, the GNSO Council approved the charter for a GNSO non-PDP Policy and Implementation Working Group (<http://gns0.icann.org/en/council/resolutions#201307>) tasked to provide the GNSO Council with a set of recommendations on:

- A set of principles that would underpin any GNSO policy and implementation related discussions, taking into account existing GNSO Operating Procedures.
- A process for developing gTLD policy, perhaps in the form of "Policy Guidance", including criteria for when it would be appropriate to use such a process (for developing policy other than "Consensus Policy") instead of a GNSO Policy Development Process.
- A framework for implementation related discussions associated with GNSO Policy Recommendations.
- Criteria to be used to determine when an action should be addressed by a policy process and when it should be considered implementation.
- Further guidance on how GNSO Implementation Review Teams, as defined in the PDP Manual, are expected to function and operate.

Whereas, the GNSO Policy and Implementation Working Group published its Initial Recommendations Report for public comment on 19 January 2015 (see <https://www.icann.org/public-comments/policy-implementation-2015-01-19-en>).

Whereas, the GNSO Policy and Implementation Working Group reviewed the input received (see public comment review tool) and updated the report accordingly resulting in a Final Recommendations Report, which was submitted to the GNSO Council on 2

June 2015.

Whereas, the Final Recommendations Report (see <http://gnso.icann.org/en/drafts/policy-implementation-recommendations-01jun15-en.pdf>) was adopted unanimously by the GNSO Council on 24 June 2015.

Whereas, on 28 July 2015, the ICANN Board [directed](#) ICANN Staff to post the proposed changes to the ICANN Bylaws as a result of the proposed recommendations in the Final Recommendations Report for public comment (see <https://www.icann.org/public-comments/bylaws-amendments-2015-07-31-en>).

Whereas two comments was received in support of the proposed recommendations, including one Advice Statement from the ALAC.

Whereas the ATRT2 recommended that “the Board should continue supporting cross-community engagement aimed at developing an understanding of the distinction between policy development and policy implementation. Develop complementary mechanisms whereby the Supporting Organizations and Advisory Committees (SO/AC) can consult with the Board on matters, including but not limited to policy, implementation and administrative matters, on which the Board makes decisions” (Recommendation #4).

Resolved (2015.09.28.xx), the Board approves the amendments to the ICANN Bylaws Article X, section 3-9 as posted for public comment addressing the new GNSO voting thresholds resulting from the GNSO Guidance Process (GGP) and GNSO Expedited Policy Development Process (EPDP).

Resolved (2105.09.28.xx), the Board approves the amendments to ICANN Bylaws Annex A as posted for public comment (see <https://www.icann.org/en/system/files/files/bylaws-proposed-amendments-gnso-policy-implementation-31jul15-en.pdf>), creating a new Annex A-1 that outlines the GNSO EPDP.

Resolved (2015.09.28.xx), the Board approves the amendments to ICANN Bylaws Annex A as posted for public comment (see <https://www.icann.org/en/system/files/files/bylaws-proposed-amendments-gnso-policy->

implementation-31jul15-en.pdf), creating a new Annex A-2 that outlines the GNSO GGP.

Resolved (2015.09.28.xx), the Board endorses the set of GNSO principles / requirements as they relate to policy & implementation as outlined in section 4 of the Final Recommendations Report, and directs the President and CEO, or his designee(s), as well as the ICANN community to take these principles and requirements into account as it engages on GNSO policy and implementation related issues.

Resolved (2015.09.28.xx), the Board endorses the Implementation Review Team Guidelines & Principles as outlined in Annex L of the Final Recommendations Report and directs ICANN Staff as well as the ICANN community to take these Guidelines and Principles into account as it engages on implementation related issues.

Resolved (2015.09.28.xx), the Board acknowledges the Advice provided by the ALAC and commits to carefully monitor GNSO policy development activities to ensure that user and public interests are appropriately considered and that the implementation of complex policy can be accomplished in reasonable time frames.

Resolved (2015.09.28.xx), the Board directs the President and CEO, or his designee(s), to post the relevant documents on GNSO policy and implementation related pages on the GNSO and ICANN website, and to seek and incorporate feedback on enhancements and additional supporting materials as appropriate.

Resolved (2015.09.28.xx), the Board considers ATRT2 Recommendation #4 hereby completed and invites ATRT3 to review these adopted recommendations in light of the ATRT2 findings and recommendations.

Resolved (2015.09.28.xx), the Board thanks the GNSO community and others involved for their hard work on this effort.

## **PROPOSED RATIONALE:**

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

Mainly as a result of discussions stemming from implementation related issues of the new generic Top-Level Domain (gTLD) program, there has been an increased focus on which topics call for policy and which call for implementation work, including which processes should be used, at what time and how issues which are the subject of diverging opinions during the implementation process should be acted upon. Following several discussions, including the publication of a staff discussion paper and a community session during the ICANN46 meeting, the Generic Names Supporting Organization (GNSO) Council decided in July 2013 to form a Working Group (WG) which was tasked to develop a set of recommendations on:

- A set of principles to underpin future GNSO policy and implementation related discussions, taking into account existing GNSO Operating Procedures.
- A process for developing gTLD policy, possibly in the form of "Policy Guidance," including criteria for when it would be appropriate to use such a process (for developing policy other than "Consensus Policy") instead of a GNSO Policy Development Process;
- A framework for implementation related discussions associated with GNSO policy recommendations;
- Criteria to be used to determine when an action should be addressed by a policy process and when it should be considered implementation; and
- Further guidance on how GNSO Implementation Review Teams, as defined in the PDP Manual, are expected to function and operate.

The recommendations of the Working Group were adopted unanimously by the GNSO Council on 24 June 2015 and subsequently submitted to the ICANN Board for its consideration.

Furthermore, this issue was also identified by the Accountability and Transparency Review Team 2 (ATRT2) as a priority: 'the Board should continue supporting cross-community engagement aimed at developing an understanding of the distinction between policy development and policy implementation. Develop complementary



mechanisms whereby the Supporting Organizations and Advisory Committees (SO/AC) can consult with the Board on matters, including but not limited to policy, implementation and administrative matters, on which the Board makes decisions' (Recommendation #4).

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

The Board's action today is to adopt recommendations from the GNSO concerning policy and implementation. The adopted recommendations include three new GNSO processes, two of which—the GNSO Guidance Process (GGP) and the GNSO Expedited Policy Development Process (EPDP)—require changes to the ICANN Bylaws. The Board's action approves the required changes to the Bylaws to implement the GNSO Guidance Process and the GNSO Expedited Policy Development Process. These new processes are intended to provide the GNSO Council with more flexibility to address policy issues through formal processes to be used if specific criteria are met. Furthermore, the Board is taking action to endorse the proposed GNSO policy & implementation principles and guidelines to guide further staff as well as community work related to GNSO policy and implementation.

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

Following several discussions, including the publication of a staff discussion paper (see <https://gns0.icann.org/en/correspondence/policy-implementation-framework-08jan13-en.pdf> and <http://forum.icann.org/lists/comments-policy-implementation-31jan13/>) and a community session during the ICANN46 meeting (see <http://beijing46.icann.org/node/37133>) the Generic Names Supporting Organization (GNSO) Council decided in July 2013 in consultation with other SO/ACs (see <http://gns0.icann.org/en/correspondence/robinson-to-so-ac-leadership-23apr13-en.pdf>) to form a GNSO WG to address a number of specific issues as they relate to GNSO Policy & Implementation. The GNSO Working Group solicited initial input from all ICANN SO/ACs and GNSO SG/Cs at an early stage (see <https://community.icann.org/x/iSmfAg>). The publication of the Initial Report was accompanied by a public comment forum (see <https://www.icann.org/public->

[comments/policy-implementation-2015-01-19-en](#)) as well as a community session during ICANN52 (see <https://singapore52.icann.org/en/schedule/wed-policy-implementation>). The WG reviewed and addressed all input received as demonstrated in the public comment review tool (see <https://community.icann.org/x/iSmfAg>). Following the unanimous adoption by the GNSO Council of the Final Recommendations Report, the ICANN Board [directed](#) ICANN Staff to post the proposed changes to the ICANN Bylaws for public comment (see <https://www.icann.org/public-comments/bylaws-amendments-2015-07-31-en>). Two comments, including an Advice Statement from the ALAC, were received in support of the recommendations (see <http://forum.icann.org/lists/comments-bylaws-amendments-31jul15/>).

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

The WG reviewed and addressed all input received as demonstrated in the public comment review tool (see <https://community.icann.org/x/iSmfAg>). The ALAC, in its Advice Statement in response to the public comment forum launched by the ICANN Board, supported the recommendations but also recommended that the ICANN Board carefully monitor GNSO policy development activities to ensure that user and public interests are appropriately considered and that the implementation of complex policy can be accomplished in reasonable time frames.

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

The Board reviewed the GNSO Policy & Implementation Final Recommendations Report (see <http://gns0.icann.org/en/drafts/policy-implementation-recommendations-01jun15-en.pdf>) and related materials.

### **What factors did the Board find to be significant? Are there positive or negative community impacts?**

The Board considers it of significant importance that these recommendations were developed by the community in consultation with ICANN staff and that these recommendations received the unanimous support of the GNSO Council. Furthermore,

the Board recognises the importance of addressing this issue, as also pointed out by the ATRT2, and is of the view that these recommendations will provide the GNSO Council with more flexibility to address policy issues through formal processes as well as providing the necessary clarity and predictability with regards to GNSO policy & implementation related issues.

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

No fiscal impacts or ramifications are expected as a result of the implementation of these recommendations.

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

No security, stability or resilience issues relating to the DNS have been identified in relation to these recommendations.

**Signature Block:**

Submitted by: Marika Konings

Position: Sr. Policy Director and Team Leader for the GNSO

Date Noted: 16 September 2015

Email: [marika.konings@icann.org](mailto:marika.konings@icann.org)

**ICANN BOARD PAPER NO. 2015.09.28.1d**

**TITLE:** **Renewal of .CAT Registry Agreement**  
**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

The Board is being asked to approve the renewal Registry Agreement with Fundació puntCAT (“Registry Operator”) for .CAT, which is set to expire on 19 December 2015. ICANN and Registry Operator entered into a Registry Agreement on 23 September 2005 for operation of the .CAT top-level domain <<https://www.icann.org/resources/unthemed-pages/cat-2012-02-25-en>>.

The proposed renewal Registry Agreement includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. In order to account for the specific nature of the .CAT TLD, a [Sponsored TLD](#), relevant provisions in the [23 September 2005 Sponsored TLD Registry Agreement](#) have been carried over to this renewal Agreement.

Specifically, provisions in the Charter outlining the community as the Catalan Linguistics and Cultural Community on the Internet and eligible for registration are identified in Specification 12. Also, the inclusion of second-level registrations for all single-character and two-character labels that were previously reserved has been carried over. This is a similar approach taken in the renewal of the .JOBS Registry Agreement (20 February 2015), another Sponsored TLD (see: <https://www.icann.org/resources/agreement/jobs-2015-02-20-en>). By transitioning to the New gTLD Registry Agreement format, provisions have been added to protect registrants as well as allow for swifter action in the event of certain threats to the security or stability of the DNS. Additionally, this makes contract management more manageable, and helps Contractual Compliance with enforcement.

The proposed renewal Registry Agreement for .CAT is similar to the terms of a Registry Agreement for a New gTLD that elected for community TLD status. As .CAT is an existing Registry, many of the start-up provisions in the New gTLD Registry Agreement are inapplicable, including Sunrise and Claims and the Continued Operations Instrument, which is required of New gTLD registries for funding critical registry functions on an annual basis in case of registry

failure in the first few years of operation. Significant provisions included in the proposed renewal Registry Agreement are detailed in the supporting Reference Material documents.

The proposed renewal agreement was posted for public comment. The two key concerns that emerged during the public comment period were:

- (1) Whether using the new gTLD registry agreement as the starting point for renewing legacy gTLD agreements has the effect of transforming certain provisions in the New gTLD Registry Agreement, such as Post-Delegation Dispute Resolution Procedure (PDDRP) and the Uniform Rapid Suspension (URS), into de facto consensus policies without following the procedures established in ICANN's Bylaws for their creation, and
- (2) Whether the URS should be included in legacy gTLD renewal agreements, including .CAT, without going through a Policy Development Process (PDP).

With respect to transitioning .CAT to the form of agreement used by new gTLDs, staff notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms being presented to the Board for approval are the result of the bilateral negotiations called for in the current registry agreement. As noted above, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

With respect to including URS in legacy agreements without going through a PDP, the PDP could (and should) be used if ICANN were seeking to impose such an obligation on all registries operators. That is not the case here. Here, the inclusion of the URS in the renewal agreement is part of the package of agreed upon terms resulting from the bilateral negotiations between ICANN and the registry operator. It should also be noted that there are no restrictions on Registry Operators to offer further rights protection mechanisms, such as the URS, which could also be included in the Registry Agreement in other ways, such as through the Registry Services Evaluation Process (RSEP).

**STAFF RECOMMENDATION:**

Staff recommends that the Board approve the proposed renewal Registry Agreement with Fundació puntCAT for operation of the .CAT top-level domain.

**PROPOSED RESOLUTION:**

Whereas, ICANN commenced a public comment period from 28 May 2015 to 7 July 2015 <<https://www.icann.org/public-comments/cat-renewal-2015-05-28-en>> on a proposed renewal Registry Agreement for the .CAT TLD <<https://www.icann.org/resources/unthemed-pages/cat-2012-02-25-en>>.

Whereas, the proposed .CAT renewal Registry Agreement includes modified provisions to bring the .CAT Registry Agreement into line with the form of the New gTLD Registry Agreement.

Whereas, the public comment forum on the proposed renewal Registry Agreement closed on 7 July 2015, with ICANN receiving fifteen (15) comments, both by individuals and organizations/groups. A summary and analysis of the comments were provided to the Board.

Whereas, the renewal registry agreement was updated to include existing provisions concerning Whois.

Resolved (2015.09.28.xx), the proposed renewal [.CAT Registry Agreement](#) is approved, and the President and CEO, or his designee(s), is authorized to take such actions as appropriate to finalize and execute the Agreement.

**PROPOSED RATIONALE:****Why the Board is addressing the issue now?**

ICANN and Fundació puntCAT (the “Registry Operator”) entered into a [Registry Agreement](#) on 23 September 2005 for operation of the .CAT top-level domain. The current .CAT Registry Agreement expires on 19 December 2015. The proposed renewal Registry Agreement (the “Renewal Registry Agreement” or “Agreement”) was posted for public comment between 28 May 2015 and 7 July 2015. At this time, the Board is approving the Renewal Registry Agreement for the continued operation of .CAT TLD by the Registry Operator.

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

The Renewal Registry Agreement approved by the Board includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. The modifications include: updating technical specifications; requiring the inclusion of certain GAC safeguards as public interest commitments (which are subject to enforcement by the Public Interest Commitment Dispute Resolution Procedure); requiring the use of registrars under the 2013 Registrar Accreditation Agreement after a certain threshold is reached; and updating the registry fees.

In order to account for the specific nature of the .CAT TLD, a [Sponsored TLD](#), relevant provisions in the [23 September 2005 Sponsored TLD Registry Agreement](#) have been included in the Renewal Registry Agreement. Specifically, provisions in the Charter outlining the Catalan Linguistic and Cultural Community on the Internet that are within the meaning of the community and eligible for registration are identified in Specification 12. The Renewal Registry Agreement also reflects previous approvals concerning reserved names.

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

ICANN conducted a public comment period on the proposed .CAT renewal Registry Agreement from 28 May 2015 through 7 July 2015, following which time the comments were summarized and analyzed. Additionally, ICANN engaged in bilateral negotiations with the Registry Operator to agree to the package of terms to be included in the Renewal Registry Agreement posted for public comment.

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

Fifteen (15) members of the community participated in the public comment period. Members of the community raised three key concerns in their comments:

- Transition of legacy TLDs to the form of the New gTLD Registry Agreement: Some public comments expressed concern regarding ICANN's process to use the new gTLD registry agreement as the starting point for renewal RAs for legacy gTLDs. These

commenters suggest that taking such a position has the effect of transforming the New gTLD Post-Delegation Dispute Resolution Procedures (e.g., the Trademark Post-Delegation Dispute Resolution Procedure and the Public Interest Commitments Dispute Resolution Procedure) and the Uniform Rapid Suspension (URS) into de facto Consensus Policies without following the procedures laid out in ICANN's Bylaws for their creation. On the other hand, other comments supported ICANN's seeking consistency across registry agreements and noted that transitioning to the new form of agreement is part of permissible bilateral negotiations.

- Inclusion of Uniform Rapid Suspension (URS) and Trademark Dispute Resolution Procedure (PDDRP) in legacy TLD renewals without going through a Policy Development Process (PDP): most of the comments received expressed their objection to the inclusion of the URS to the proposed renewal of .CAT Registry Agreement, claiming that the URS can become a consensus policy only after a full policy development process (PDP) engaged in by the entire ICANN community of stakeholders. These commenters also suggested that imposing URS on a legacy gTLD via the contracting process is an unacceptable staff intervention into the policymaking process. On the other hand, some comments expressed their support of inclusion of the URS in the Renewal Registry Agreement, stating that registries are free to go above and beyond the minimum rights protections and do not require a PDP.

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

As part of its deliberations, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- The proposed .CAT renewal Registry Agreement and its Appendices  
<<https://www.icann.org/public-comments/cat-renewal-2015-05-28-en>>.
- Public comments
- Summary and analysis of public comments  
<<https://www.icann.org/en/system/files/files/reissued-report-comments-cat-renewal-18aug15-en.pdf>>



- IRT Report: <https://archive.icann.org/en/topics/new-gtlds/irt-final-report-trademark-protection-29may09-en.pdf>
- STI Report: <https://www.icann.org/news/announcement-2-2009-12-17-en>
- Current .PRO Registry Agreement < <https://www.icann.org/resources/unthemed-pages/cat-2012-02-25-en> >
- Base Registry Agreement – Updated 09 January 2014 < <http://newgtlds.icann.org/sites/default/files/agreements/agreement-approved-09jan14-en.pdf>>
- GNSO Working Session 21 June 2015 at ICANN53 in Buenos Aires (GDD Update to the GNSO: < <https://buenosaires53.icann.org/en/schedule/sun-gnso-working/audio-gnso-working-1-21jun15-en>>

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

The Board carefully considered the public comments received for Renewal Registry Agreement, along with the summary and analysis of those comments. The Board also considered the terms agreed to by the Registry Operator as part of the bilateral negotiations with ICANN. While the Board acknowledges the concerns expressed by some community members regarding the inclusion of the URS in the Renewal Registry Agreement, the Board notes that the inclusion of the URS in the Renewal Registry Agreement is based on the bilateral negotiations between ICANN and the Registry Operator, where Registry Operator expressed their interest to renew their registry agreement based on the new gTLD Registry Agreement.

The Board notes that the URS was recommended by the Implementation Recommendation Team (IRT) as a mandatory rights protection mechanism (RPM) for all new gTLDs. The GNSO was asked to provide its view on whether certain proposed rights protection mechanisms (which included the URS) were consistent with the GNSO’s proposed policy on the introduction of New gTLDs and were the appropriate and effective option for achieving the GNSO’s stated principles and objectives. The STI considered this matter and concluded that “Use of the URS should be a required RPM for all New gTLDs.” That is, the GNSO stated that the URS was not inconsistent with any of its existing policy recommendations.

Although the URS was developed and refined through the process described here, including public review and discussion in the GNSO, it has not been adopted as a consensus policy and ICANN has no ability to make it mandatory for any TLDs other than new gTLD applicants who applied during the 2012 New gTLD round.

Accordingly, the Board's approval of the Renewal Registry Agreement is not a move to make the URS mandatory for any legacy TLDs, and it would be inappropriate to do so. In the case of .CAT, inclusion of the URS was developed as part of the proposal in bilateral negotiations between the Registry Operator and ICANN.

Additionally, the Board considered the comments regarding transitioning legacy gTLDs to the new form of the registry agreement. The Board notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms approved by the Board are the result of the bilateral negotiations called for in the current registry agreement, and transitioning to the new form of the registry agreement would not violate established GNSO policy. As described below, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

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

As part of the renewal process, ICANN conducted a review of Registry Operator's recent performance under the current .CAT Registry Agreement. The Registry Operator was found to have substantially met its contractual requirements.

The Board's approval of the Renewal Registry Agreement also offers positive technical and operational benefits. Pursuant to Renewal Registry Agreement, in the event that any of the emergency thresholds for registry functions is reached, Registry Operator agrees that ICANN may designate an emergency interim registry operator of the registry for the TLD, which would mitigate the risks to the stability and security of the Domain Name System. Also, technical

onboarding of the Registry Operator to comply with the provisions in the new gTLD agreement will allow the Registry to use uniform and automated processes, which will facilitate operation of the TLD. The Renewal Registry Agreement also includes safeguards in the form of public interest commitments in Specification 11.

There will also be positive impacts on registrars and registrants. Transition to the new gTLD Registry Agreement will provide consistency across all registries leading to a more predictable environment for end-users and also the fact that the proposed renewal Registry Agreement requires that the Registry Operator uses ICANN accredited registrars that are party to the 2013 Registrar Accreditation Agreement (RAA) only will provide more benefits to registrars and registrants.

Protection of Rights holders: The new gTLD agreement will allow Registry Operator to adopt additional rights protection mechanisms to protect rights holders.

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

There is no significant fiscal impact expected if ICANN approves the proposed .CAT renewal Registry Agreement. It should be noted however that as a result of approval of the Renewal Registry Agreement, projected annual registry fees decrease from \$112,000USD to \$56,000USD. The nominal fiscal impact is offset by the additional benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

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

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

function, ICANN posted the draft renewal Registry Agreement for public comment on 28 May 2015.

**Signature Block:**

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement

Date Noted: 9 September 2015

Email: [cyrus.namazi@icann.org](mailto:cyrus.namazi@icann.org)

## ICANN BOARD PAPER NO. 2015.09.28.1e

**TITLE:** **Renewal of .TRAVEL Registry Agreement**

**PROPOSED ACTION:** **For Board Approval**

### **EXECUTIVE SUMMARY:**

The Board is being asked to approve the renewal Registry Agreement with Tralliance Registry Management Company, LLC (“Registry Operator”) for .TRAVEL, which is set to expire on 19 October 2015. ICANN and Registry Operator entered into a Registry Agreement on 5 May 2005 for operation of the .TRAVEL top-level domain <<https://www.icann.org/resources/unthemed-pages/travel-2012-02-25-en>>.

The proposed renewal Registry Agreement includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. In order to account for the specific nature of the .TRAVEL TLD, a [Sponsored TLD](#), relevant provisions in the [5 May 2005 Sponsored TLD Registry Agreement](#) have been carried over to this renewal Agreement.

Specifically, provisions in the Charter outlining the sectors of the travel industry that are within the meaning of the Community and eligible for registration are identified in Specification 12. Also, the inclusion of second-level registrations for all single-character and two-character labels that were previously reserved has been carried over. This is a similar approach taken in the renewal of the .JOBS Registry Agreement (20 February 2015), another Sponsored TLD (see: <https://www.icann.org/resources/agreement/jobs-2015-02-20-en>). By transitioning to the New gTLD Registry Agreement format, provisions have been added to protect registrants as well as allow for swifter action in the event of certain threats to the security or stability of the DNS. Additionally, this makes contract management more manageable, and helps Contractual Compliance with enforcement.

As a result, the proposed renewal Registry Agreement for .TRAVEL is similar to the terms of a Registry Agreement for a New gTLD that elected for community TLD status. As .TRAVEL is an existing Registry, many of the start-up provisions in the New gTLD Registry Agreement are inapplicable, including Sunrise and Claims and the Continued Operations Instrument, which is required of New gTLD registries for funding critical registry functions on an annual basis in case

of registry failure in the first few years of operation. Significant provisions included in the proposed renewal Registry Agreement are detailed in the supporting Reference Material documents.

The proposed renewal agreement was posted for public comment. The two key concerns that emerged during the public comment period were:

- (1) Whether using the new gTLD registry agreement as the starting point for renewing legacy gTLD agreements has the effect of transforming certain provisions in the New gTLD Registry Agreement, such as PDDRP and URS, into de facto consensus policies without following the procedures established in ICANN's Bylaws for their creation, and
- (2) whether the Uniform Rapid Suspension (URS) should be included in legacy gTLD renewal agreements, including .TRAVEL, without going through a Policy Development Process (PDP).

With respect to transitioning .TRAVEL to the form of agreement used by new gTLDs, staff notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms being presented to the Board for approval are the result of the bilateral negotiations called for in the current registry agreement. As noted above, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

With respect to including URS in legacy agreements without going through a PDP, the PDP could (and should) be used if ICANN were seeking to impose such an obligation on all registries operators. That is not the case here. Here, the inclusion of the URS in the renewal agreement is part of the package of agreed upon terms resulting from the bilateral negotiations between ICANN and the registry operator. It should also be noted that there are no restrictions on Registry Operators to offer further rights protection mechanisms, such as the URS, which could also be included in the Registry Agreement in other ways, such as through the Registry Services Evaluation Process (RSEP).

**STAFF RECOMMENDATION:**

Staff recommends that the Board approve the proposed renewal Registry Agreement with Tralliance Registry Management Company, LLC for operation of the .TRAVEL top-level domain.

**PROPOSED RESOLUTION:**

Whereas, ICANN commenced a public comment period from 12 May 2015 to 5 July 2015 <<https://www.icann.org/public-comments/travel-renewal-2015-05-12-en>> on a proposed renewal Registry Agreement for the .TRAVEL TLD <<https://www.icann.org/resources/unthemed-pages/travel-2012-02-25-en>>.

Whereas, the proposed .TRAVEL renewal Registry Agreement includes modified provisions to bring the .TRAVEL Registry Agreement into line with the form of the New gTLD Registry Agreement.

Whereas, the public comment forum on the proposed renewal Registry Agreement closed on 5 July 2015, with ICANN receiving fifteen (15) comments, both by individuals and organizations/groups. A summary and analysis of the comments were provided to the Board.

Whereas, the Board has determined that no revisions to the proposed .TRAVEL renewal Registry Agreement are necessary after taking the comments into account.

Resolved (2015.09.28.xx), the proposed renewal [.TRAVEL Registry Agreement](#) is approved, and the President and CEO, or his designee(s), is authorized to take such actions as appropriate to finalize and execute the Agreement.

**PROPOSED RATIONALE:**

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

ICANN and Tralliance Registry Management Company, LLC (the “Registry Operator”) entered into a [Registry Agreement](#) on 5 May 2005 for operation of the .TRAVEL top-level domain. The current .TRAVEL Registry Agreement expires on 19 October 2015. The proposed renewal Registry Agreement (the “Renewal Registry Agreement” or “Agreement”) was posted for public

comment between 12 May 2015 and 5 July 2015. At this time, the Board is approving the Renewal Registry Agreement for the continued operation of .TRAVEL TLD by the Registry Operator.

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

The Renewal Registry Agreement approved by the Board includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. The modifications include: updating technical specifications; requiring the inclusion of certain GAC safeguards as public interest commitments (which are subject to enforcement by the Public Interest Commitment Dispute Resolution Procedure); requiring the use of registrars under the 2013 Registrar Accreditation Agreement after a certain threshold is reached; and updating the registry fees.

In order to account for the specific nature of the .TRAVEL TLD, a [Sponsored TLD](#), relevant provisions in the [5 May 2005 Sponsored TLD Registry Agreement](#) have been included in the Renewal Registry Agreement. Specifically, provisions in the Charter outlining the sectors of the travel industry that are within the meaning of the community and eligible for registration are identified in Specification 12. The Renewal Registry Agreement also reflects previous approvals concerning reserved names.

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

ICANN conducted a public comment period on the proposed .TRAVEL renewal Registry Agreement from 12 May 2015 through 5 July 2015, following which time the comments were summarized and analyzed. Additionally, ICANN engaged in bilateral negotiations with the Registry Operator to agree to the package of terms to be included in the Renewal Registry Agreement posted for public comment.

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

Fifteen (15) members of the community participated in the public comment period. Members of the community raised two key concerns in their comments:



- Transition of legacy TLDs to the form of the New gTLD Registry Agreement: Some public comments expressed concern regarding ICANN’s process to use the new gTLD registry agreement as the starting point for renewal RAs for legacy gTLDs. These commenters suggest that taking such a position has the effect of transforming the New gTLD Post-Delegation Dispute Resolution Procedures (e.g., the Trademark Post-Delegation Dispute Resolution Procedure and the Public Interest Commitments Dispute Resolution Procedure) and the Uniform Rapid Suspension (URS) into de facto Consensus Policies without following the procedures laid out in ICANN’s Bylaws for their creation. On the other hand, other comments supported ICANN’s seeking consistency across registry agreements and noted that transitioning to the new form of agreement is part of permissible bilateral negotiations.
- Inclusion of Uniform Rapid Suspension (URS) and Trademark Dispute Resolution Procedure (PDDRP) in legacy TLD renewals without going through a Policy Development Process (PDP): most of the comments received expressed their objection to the inclusion of the URS to the proposed renewal of .TRAVEL Registry Agreement, claiming that the URS can become a consensus policy only after a full policy development process (PDP) engaged in by the entire ICANN community of stakeholders. These commenters also suggested that imposing URS on a legacy gTLD via the contracting process is an unacceptable staff intervention into the policymaking process. On the other hand, some comments expressed their support of inclusion of the URS in the Renewal Registry Agreement, stating that registries are free to go above and beyond the minimum rights protections and do not require a PDP.

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

As part of its deliberations, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- The proposed .TRAVEL renewal Registry Agreement and its Appendices  [<https://www.icann.org/public-comments/travel-renewal-2015-05-12-en>](https://www.icann.org/public-comments/travel-renewal-2015-05-12-en).
- Public comments

- Summary and analysis of public comments < <https://www.icann.org/en/system/files/files/reissued-report-comments-travel-renewal-18aug15-en.pdf> >
- IRT Report: <https://archive.icann.org/en/topics/new-gtlds/irt-final-report-trademark-protection-29may09-en.pdf>
- STI Report: <https://www.icann.org/news/announcement-2-2009-12-17-en>
- Current .TRAVEL Registry Agreement < <https://www.icann.org/resources/unthemed-pages/travel-2012-02-25-en>>
- Base Registry Agreement – Updated 09 January 2014 < <http://newgtlds.icann.org/sites/default/files/agreements/agreement-approved-09jan14-en.pdf>>
- GNSO Working Session 21 June 2015 at ICANN53 in Buenos Aires (GDD Update to the GNSO: < <https://buenosaires53.icann.org/en/schedule/sun-gnso-working/audio-gnso-working-1-21jun15-en>>

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

The Board carefully considered the public comments received for Renewal Registry Agreement, along with the summary and analysis of those comments. The Board also considered the terms agreed to by the Registry Operator as part of the bilateral negotiations with ICANN. While the Board acknowledges the concerns expressed by some community members regarding the inclusion of the URS in the Renewal Registry Agreement, the Board notes that the inclusion of the URS in the Renewal Registry Agreement is based on the bilateral negotiations between ICANN and the Registry Operator, where Registry Operator expressed their interest to renew their registry agreement based on the new gTLD Registry Agreement.

The Board notes that the URS was recommended by the Implementation Recommendation Team (IRT) as a mandatory rights protection mechanism (RPM) for all new gTLDs. The GNSO was asked to provide its view on whether certain proposed rights protection mechanisms (which included the URS) were consistent with the GNSO’s proposed policy on the introduction of New gTLDs and were the appropriate and effective option for achieving the GNSO’s stated principles and objectives. The STI considered this matter and concluded that “Use of the URS should be a

required RPM for all New gTLDs.” That is, the GNSO stated that the URS was not inconsistent with any of its existing policy recommendations.

Although the URS was developed and refined through the process described here, including public review and discussion in the GNSO, it has not been adopted as a consensus policy and ICANN has no ability to make it mandatory for any TLDs other than new gTLD applicants who applied during the 2012 New gTLD round.

Accordingly, the Board’s approval of the Renewal Registry Agreement is not a move to make the URS mandatory for any legacy TLDs, and it would be inappropriate to do so. In the case of .TRAVEL, inclusion of the URS was developed as part of the proposal in bilateral negotiations between the Registry Operator and ICANN.

Additionally, the Board considered the comments regarding transitioning legacy gTLDs to the new form of the registry agreement. The Board notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms approved by the Board are the result of the bilateral negotiations called for in the current registry agreement, and transitioning to the new form of the registry agreement would not violate established GNSO policy. As described below, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

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

As part of the renewal process, ICANN conducted a review of Registry Operator’s recent performance under the current .TRAVEL Registry Agreement. The Registry Operator was found to have substantially met its contractual requirements.

The Board’s approval of the Renewal Registry Agreement also offers positive technical and operational benefits. Pursuant to Renewal Registry Agreement, in the event that any of the

emergency thresholds for registry functions is reached, Registry Operator agrees that ICANN may designate an emergency interim registry operator of the registry for the TLD, which would mitigate the risks to the stability and security of the Domain Name System. Also, technical onboarding of the Registry Operator to comply with the provisions in the new gTLD agreement will allow the Registry to use uniform and automated processes, which will facilitate operation of the TLD. The Renewal Registry Agreement also includes safeguards in the form of public interest commitments in Specification 11.

There will also be positive impacts on registrars and registrants. Transition to the new gTLD Registry Agreement will provide consistency across all registries leading to a more predictable environment for end-users and also the fact that the proposed renewal Registry Agreement requires that the Registry Operator uses ICANN accredited registrars that are party to the 2013 Registrar Accreditation Agreement (RAA) only will provide more benefits to registrars and registrants.

Protection of Rights holders: The new gTLD agreement will allow Registry Operator to adopt additional rights protection mechanisms to protect rights holders.

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

There is no significant fiscal impact expected if ICANN approves the proposed .TRAVEL renewal Registry Agreement. It should be noted however that as a result of approval of the Renewal Registry Agreement, the projected annual registry fees decrease from \$46,000USD to \$25,000USD. The nominal fiscal impact is offset by the additional benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

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

There are no expected security, stability, or resiliency issues related to the DNS if ICANN approves the proposed .TRAVEL renewal Registry Agreement. The proposed renewal Registry

Agreement in fact includes terms intended to allow for swifter action in the event of certain threats to the security or stability of the DNS. As part of ICANN's organizational administrative function, ICANN posted the draft renewal Registry Agreement for public comment on 12 May 2015.

**Signature Block:**

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement

Date Noted: 9 September 2015

Email: [cyrus.namazi@icann.org](mailto:cyrus.namazi@icann.org)

**ICANN BOARD PAPER NO. 2015.09.28.1f**

**TITLE:** **Renewal of .PRO Registry Agreement**

**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

The Board is being asked to approve the renewal Registry Agreement with Registry Services Corporation (“Registry Operator”) for .PRO, which is set to expire on 20 October 2015. ICANN and Registry Operator entered into a Registry Agreement on 22 April 2010 for operation of the .PRO top-level domain <<https://www.icann.org/resources/unthemed-pages/pro-2012-02-25-en>>.

The proposed renewal Registry Agreement includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. The existing Registration Restrictions in Appendix 11 of the .PRO Agreement are proposed to be replaced with the set of standard public interest commitments applicable to all new gTLDs. However, the proposed renewal registry agreement has been updated to include provisions regarding the registration of third-level domain names.. Also, certain GAC Category 1 Safeguards are proposed to be added to the renewal agreement. The renewal agreement also eliminates the cap on the service fees that the registry is able to charge registrars for domain names.

As .PRO is an existing Registry, many of the start-up provisions in the New gTLD Registry Agreement are inapplicable, including Sunrise and Claims and the Continued Operations Instrument, which is required of New gTLD registries for funding critical registry functions on an annual basis in case of registry failure in the first few years of operation. By transitioning to the New gTLD Registry Agreement format, provisions have been added to protect registrants as well as allow for swifter action in the event of certain threats to the security or stability of the DNS. Additionally, this makes contract management more manageable, and helps Contractual Compliance with enforcement. Significant provisions included in the proposed renewal Registry Agreement are detailed in the supporting Reference Material documents.

The proposed renewal agreement was posted for public comment. The two key concerns that emerged during the public comment period were:

- (1) whether using the new gTLD registry agreement as the starting point for renewing legacy gTLD agreements has the effect of transforming certain provisions in the New gTLD Registry Agreement, such as PDDRP and URS, into de facto consensus policies without following the procedures established in ICANN's Bylaws for their creation, and
- (2) whether the Uniform Rapid Suspension (URS) should be included in legacy gTLD renewal agreements, including .PRO, without going through a Policy Development Process (PDP).

With respect to transitioning .PRO to the form of agreement used by new gTLDs, staff notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms being presented to the Board for approval are the result of the bilateral negotiations called for in the current registry agreement. As noted above, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

With respect to including URS in legacy agreements without going through a PDP, the PDP could (and should) be used if ICANN were seeking to impose such an obligation on all registries operators. That is not the case here. Here, the inclusion of the URS in the renewal agreement is part of the package of agreed upon terms resulting from the bilateral negotiations between ICANN and the registry operator. It should also be noted that there are no restrictions on Registry Operators to offer further rights protection mechanisms, such as the URS, which could also be included in the Registry Agreement in other ways, such as through the Registry Services Evaluation Process (RSEP).

**STAFF RECOMMENDATION:**

Staff recommends that the Board approve the proposed renewal Registry Agreement with Registry Services Corporation for operation of the .PRO top-level domain.

## **PROPOSED RESOLUTION:**

Whereas, ICANN commenced a public comment period from 28 May 2015 to 7 July 2015 <<https://www.icann.org/public-comments/pro-renewal-2015-05-28-en>> on a proposed renewal Registry Agreement for the .PRO TLD. <<https://www.icann.org/resources/unthemed-pages/pro-2012-02-25-en>>.

Whereas, the proposed .PRO renewal Registry Agreement includes modified provisions to bring the .PRO Registry Agreement into line with the form of the New gTLD Registry Agreement.

Whereas, the public comment forum on the proposed renewal Registry Agreement closed on 7 July 2015, with ICANN receiving fourteen (14) comments, both by individuals and organizations/groups. A summary and analysis of the comments were provided to the Board.

Whereas, the renewal registry agreement was updated to include existing provisions concerning third-level domain registrations..

Resolved (2015.09.28.xx), the proposed renewal [.PRO Registry Agreement](#) is approved, and the President and CEO, or his designee(s), is authorized to take such actions as appropriate to finalize and execute the Agreement.

## **PROPOSED RATIONALE:**

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

ICANN and Registry Services Corporation (the “Registry Operator”) entered into a [Registry Agreement](#) on 22 April 2010 for operation of the .PRO top-level domain. The current .PRO Registry Agreement expires on 20 October 2015. The proposed renewal Registry Agreement (the “Renewal Registry Agreement” or “Agreement”) was posted for public comment between 28 May 2015 and 7 July 2015. At this time, the Board is approving the Renewal Registry Agreement for the continued operation of .PRO TLD by the Registry Operator.

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

The Renewal Registry Agreement approved by the Board includes modified provisions to make the Agreement in line with the form of the New gTLD Registry Agreement. The modifications



include: updating technical specifications; requiring the inclusion of certain GAC safeguards as public interest commitments (which are subject to enforcement by the Public Interest Commitment Dispute Resolution Procedure); requiring the use of registrars under the 2013 Registrar Accreditation Agreement after a certain threshold is reached; and removing the maximum price cap on fees the registry is able to charge registrars.

Specifically, The existing Registration Restrictions in Appendix 11 of the .PRO Agreement are proposed to be replaced with the set of standard public interest commitments applicable to all new gTLDs. However, the proposed renewal registry agreement has been updated to include provisions regarding the registration of third-level domain names.. Also, GAC Category 1 Safeguards 1 through 3 are added to Specification 11. The Renewal Registry Agreement also eliminates the cap on the service fees that the registry is able to registrars for domain names, and reflects previous approvals concerning reserved names.

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

ICANN conducted a public comment period on the proposed .PRO renewal Registry Agreement from 28 May 2015 through 7 July 2015, following which time the comments were summarized and analyzed. Additionally, ICANN engaged in bilateral negotiations with the Registry Operator to agree to the package of terms to be included in the Renewal Registry Agreement posted for public comment.

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

Fourteen (14) members of the community participated in the public comment period. Members of the community raised two key concerns in their comments:

- Transition of legacy TLDs to the form of the New gTLD Registry Agreement: Some public comments expressed concern regarding ICANN's process to use the new gTLD registry agreement as the starting point for renewal RAs for legacy gTLDs. These commenters suggest that taking such a position has the effect of transforming the New gTLD Post-Delegation Dispute Resolution Procedures (e.g., the Trademark Post-Delegation Dispute Resolution Procedure and the Public Interest Commitments Dispute

Resolution Procedure) and the Uniform Rapid Suspension (URS) into de facto Consensus Policies without following the procedures laid out in ICANN's Bylaws for their creation. On the other hand, other comments supported ICANN's seeking consistency across registry agreements and noted that transitioning to the new form of agreement is part of permissible bilateral negotiations.

- Inclusion of Uniform Rapid Suspension (URS) and Trademark Dispute Resolution Procedure (PDDRP) in legacy TLD renewals without going through a Policy Development Process (PDP): most of the comments received expressed their objection to the inclusion of the URS to the proposed renewal of .PRO Registry Agreement, claiming that the URS can become a consensus policy only after a full policy development process (PDP) engaged in by the entire ICANN community of stakeholders. These commenters also suggested that imposing URS on a legacy gTLD via the contracting process is an unacceptable staff intervention into the policymaking process. On the other hand, some comments expressed their support of inclusion of the URS in the Renewal Registry Agreement, stating that registries are free to go above and beyond the minimum rights protections and do not require a PDP.

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

As part of its deliberations, the Board reviewed various materials, including, but not limited to, the following materials and documents:

- The proposed .PRO renewal Registry Agreement and its Appendices  
<<https://www.icann.org/public-comments/pro-renewal-2015-05-28-en>>
- Updated, clean proposed renewal registry agreement with redlines to reflect included provisions regarding the registration of third-level domain names
- Public comments
- Summary and analysis of public comments  
<<https://www.icann.org/en/system/files/files/reissued-report-comments-pro-renewal-18aug15-en.pdf>>

- IRT Report: <https://archive.icann.org/en/topics/new-gtlds/irt-final-report-trademark-protection-29may09-en.pdf>
- STI Report: <https://www.icann.org/news/announcement-2-2009-12-17-en>
- Current .PRO Registry Agreement < <https://www.icann.org/resources/unthemed-pages/pro-2012-02-25-en>>
- Base Registry Agreement – Updated 09 January 2014 < <http://newgtlds.icann.org/sites/default/files/agreements/agreement-approved-09jan14-en.pdf> >
- GNSO Working Session 21 June 2015 at ICANN53 in Buenos Aires (GDD Update to the GNSO: < <https://buenosaires53.icann.org/en/schedule/sun-gnso-working/audio-gnso-working-1-21jun15-en>>

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

The Board carefully considered the public comments received for Renewal Registry Agreement, along with the summary and analysis of those comments. The Board also considered the terms agreed to by the Registry Operator as part of the bilateral negotiations with ICANN. While the Board acknowledges the concerns expressed by some community members regarding the inclusion of the URS in the Renewal Registry Agreement, the Board notes that the inclusion of the URS in the Renewal Registry Agreement is based on the bilateral negotiations between ICANN and the Registry Operator, where Registry Operator expressed their interest to renew their registry agreement based on the new gTLD Registry Agreement.

The Board notes that the URS was recommended by the Implementation Recommendation Team (IRT) as a mandatory rights protection mechanism (RPM) for all new gTLDs. The GNSO was asked to provide its view on whether certain proposed rights protection mechanisms (which included the URS) were consistent with the GNSO’s proposed policy on the introduction of New gTLDs and were the appropriate and effective option for achieving the GNSO’s stated principles and objectives. The STI considered this matter and concluded that “Use of the URS should be a required RPM for all New gTLDs.” That is, the GNSO stated that the URS was not inconsistent with any of its existing policy recommendations.

Although the URS was developed and refined through the process described here, including public review and discussion in the GNSO, it has not been adopted as a consensus policy and ICANN has no ability to make it mandatory for any TLDs other than new gTLD applicants who applied during the 2012 New gTLD round.

Accordingly, the Board's approval of the Renewal Registry Agreement is not a move to make the URS mandatory for any legacy TLDs, and it would be inappropriate to do so. In the case of .PRO, inclusion of the URS was developed as part of the proposal in bilateral negotiations between the Registry Operator and ICANN.

Additionally, the Board considered the comments regarding transitioning legacy gTLDs to the new form of the registry agreement. The Board notes that existing registry agreement calls for presumptive renewal of the agreement at its expiration so long as certain requirements are met. The renewal agreement is subject to the negotiation of renewal terms reasonably acceptable to ICANN and the Registry Operator. The renewal terms approved by the Board are the result of the bilateral negotiations called for in the current registry agreement, and transitioning to the new form of the registry agreement would not violate established GNSO policy. As described below, the new form of the registry agreement provides some operational advantages, in addition to benefits to registrants and the Internet community including public interest commitments, requiring the use of registrars under the 2013 RAA, and the ability for ICANN to designate an emergency interim registry operator in the event that emergency thresholds for critical registry services is reached.

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

As part of the renewal process, ICANN conducted a review of Registry Operator's recent performance under the current .PRO Registry Agreement. The Registry Operator was found to have substantially met its contractual requirements.

The Board's approval of the Renewal Registry Agreement also offers positive technical and operational benefits. Pursuant to Renewal Registry Agreement, in the event that any of the emergency thresholds for registry functions is reached, Registry Operator agrees that ICANN

may designate an emergency interim registry operator of the registry for the TLD, which would mitigate the risks to the stability and security of the Domain Name System. Also, technical onboarding of the Registry Operator to comply with the provisions in the new gTLD agreement will allow the Registry to use uniform and automated processes, which will facilitate operation of the TLD. The Renewal Registry Agreement also includes safeguards in the form of public interest commitments in Specification 11 including GAC Category 1 Safeguards 1 through 3.

There will also be positive impacts on registrars and registrants. Transition to the new gTLD Registry Agreement will provide consistency across all registries leading to a more predictable environment for end-users and also the fact that the proposed renewal Registry Agreement requires that the Registry Operator uses ICANN accredited registrars that are party to the 2013 Registrar Accreditation Agreement (RAA) only will provide more benefits to registrars and registrants.

Protection of Rights holders: The new gTLD agreement will allow Registry Operator to adopt additional rights protection mechanisms to protect rights holders.

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

There is no significant fiscal impact expected if ICANN approves the proposed .PRO renewal Registry Agreement.

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

There are no expected security, stability, or resiliency issues related to the DNS if ICANN approves the proposed .PRO renewal Registry Agreement. The proposed renewal Registry Agreement in fact includes terms intended to allow for swifter action in the event of certain threats to the security or stability of the DNS. As part of ICANN's organizational administrative function, ICANN posted the draft renewal Registry Agreement for public comment on 28 May 2015.

**Signature Block:**

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement

Date Noted: 10 September 2015

Email: [cyrus.namazi@icann.org](mailto:cyrus.namazi@icann.org)

**Pages 47-48 removed - Briefing was subsequently updated. See "2015-09-28-2h-Board-Paper-2016-Nominating-Committee-Chair-and-Chair-Elect-final.pdf"**

**ICANN BOARD SUBMISSION No. 2015.09.28.2a**

**TITLE:** **June 2016 ICANN Meeting Venue Contracting**

**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

The Board is being asked to authorize staff to take all steps necessary to complete contracting for the host hotel/convention center in Panama City, Panama for the June 2016 ICANN Public Meeting, which requires Board approval as it will exceed US\$500,000. The Reference Materials for this paper summarizes the steps taken to locate a site for the October 2016 Public Meeting, and outlines the facilities' costs.

**STAFF RECOMMENDATION:**

Staff 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 hotel/convention center in Panama City, Panama, where ICANN will hold the June 2016 Public Meeting.

**BOARD FINANCE COMMITTEE (BFC) RECOMMENDATION:**

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 hotel/convention center in Panama City, Panama, where ICANN will hold its June 2016 Public Meeting.

**PROPOSED RESOLUTION:**

Whereas, ICANN intends to hold its second Public Meeting of 2016 in the Latin America/Caribbean region.

Whereas, staff has completed a thorough review of the proposed venues in Latin America/Caribbean and finds the one in Panama City, Panama to be the most suitable.

Resolved (2015.09.28.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 hotel/convention center for the June 2016 ICANN Public Meeting in Panama City, Panama, in an amount not to exceed US\$1.1 million.



Resolved (2015.09.28.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 schedule, presently three times a year, ICANN hosts a meeting in a different geographic region (as defined in the ICANN Bylaws). ICANN 56, scheduled for 27-30 June 2016, is to occur in the Latin America/Caribbean geographic region. A call for recommendations for the location of the meeting in Latin America/Caribbean was posted on 23 March 2015. Various parties sent a proposal to ICANN.

The staff performed a thorough analysis of the proposals, as well as other venues, and prepared a paper to identify those that met the Meeting Selection Criteria (see <http://meetings.icann.org/location-selection-criteria>). Based on the proposals and analysis, ICANN has identified Panama City, Panama as the location for ICANN 56.

The Board reviewed staff's briefing for hosting the meeting in Panama City, Panama and the determination that the proposal met the significant factors of the Meeting Selection Criteria, as well as the related costs for facilities selected, for the June 2016 ICANN Public Meeting.

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.

The Board thanks all who recommended sites for the ICANN 56.

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

Submitted by: Nick Tomasso  
Position: VP, Meetings  
Date Noted: 26 August 2015  
Email: [nick.tomasso@icann.org](mailto:nick.tomasso@icann.org)

**ICANN BOARD PAPER No. 2015.09.28.2b**

**TITLE:** **Contracting and Disbursement for New ERP Initiative**

**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

ICANN has an established a need to replace our current back office systems with an enterprise resource planning (ERP) solution. Since the obligations under the vendor contracts will exceed US\$500,000, this action requires Board approval (see <https://www.icann.org/resources/pages/signing-authority-2012-02-25-en>). Reference Materials to this paper summarize the steps taken to identify and select the recommended solution.

**STAFF AND BOARD FINANCE COMMITTEE RECOMMENDATION:**

Both the staff and the Board Finance Committee recommend that the Board authorizes the President and CEO, or his designee(s), to take all necessary actions to execute the contracts for a new ERP initiative, as reflected in the Reference Materials to this Paper, and make all necessary disbursements pursuant to the contracts.

**PROPOSED RESOLUTION:**

Whereas, ICANN has an established a need to acquire an integrated enterprise resource planning (ERP) solution.

Whereas, during its meeting on 11 September 2015, the Board Finance Committee reviewed the financial implications of a new ERP initiative, and has considered alternatives.

Whereas, certain members of the Board Risk Committee have reviewed the suggested ERP solution and have provided guidance to staff on risks and useful mitigation actions.

Whereas, both the staff and the Board Finance Committee have recommended that the Board authorize the President and CEO, or his designee(s), to take all actions necessary to execute the contracts for a new ERP initiative, as reflected in the Reference Materials to this Paper, and make all necessary disbursements pursuant to those contracts.

Resolved (2015.09.28.xx), the Board authorizes the President and CEO, or his designee(s), to take all necessary actions to execute the contracts for a new ERP solution, as reflected in the Reference Materials to this Paper, and make all necessary disbursements pursuant to those contracts.

Resolved (2015.09.28.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:**

ICANN has grown in size and complexity over the past five years in many ways including, but not limited to the following: (i) staff multiplied by three; (ii) global presence expanded to three hubs and several engagement centers; and (iii) processes became more global and complex. Meanwhile, the infrastructure of separate back office Finance, HR and Procurement systems supporting the current organization was designed and implemented at least five years ago. Securing and implementing an integrated enterprise resource planning ERP solution under a single system of record will improve systems capacity, global reporting and analysis capability, and productivity and cross-functional efficiencies, and enhance internal controls, thus accelerating ICANN's progress towards operational excellence.

The staff performed a thorough analysis of the two options available: (i) retrofitting the existing sets of systems to marginally improve their capabilities and develop interfaces where possible; and (ii) implementing an integrated ERP solution. Though the cost of the retrofit option would be lower in the first year, the five-year total costs would exceed significantly the integrated ERP option, as the retrofit would still require a significant

upgrade during the five years. In addition, the retrofit would only marginally improve the back office capabilities and efficiencies, and require developing costly, complex and high maintenance interfaces with a resulting set of capabilities much below the integrated solution.

As a result, the integrated ERP solution is considered a viable, more cost-effective solution.

The integrated ERP solution project has been designed as follows:

*Internal resources:* The project was considered early but delayed until senior resources with extensive experience were available within the staff and each business unit involved had reached the adequate level of maturity (IT, Finance, HR, Procurement). With the hiring of a Senior Director of IT in 2014 and a VP Finance in March 2015, both having extensive experience of large systems implementation projects, the conditions were met.

The internal resources include:

- i. Three subject matter expert teams: each including two levels of experts (one lead, and experts for each function)
- ii. Four backfilling resources covering the period of design and implementation to ensure daily operations are carried out while adequate expert focus is provided to the ERP project
- iii. One dedicated project manager (contracted) with extensive ERP implementation experience.
- iv. Three IT resources: one Senior Director of IT (oversight and management), one IT business analyst and one IT manager (one for HR, one for Finance/Procurement)
- v. A steering committee including: CIO, COO, CFO and the Senior Director of IT
- vi. One HR change management resource (to be hired)
- vii. Embedded ERM reviews since inception of the project.

*External Resources:*

- i. Larger ERP providers have a vast network of certified business partners as well as internal consulting resources that ICANN will draw from.
- ii. ICANN will select the most qualified technical consultants through a process of individual interviews.

Technical solution: A Software-as-a-Service (SaaS) model:

- i. One ready-to-configure web-based platform, used by all the customers of the solution provider
- ii. Each customer configures a wide range of capabilities, to its business unit's needs (no software development, no customization)
- iii. For each function, the range of standard and optional processes is designed on the basis of process and controls best practices, ready for configuration.
- iv. Platform is regularly updated and has a rich roadmap of new capabilities made available to all customers in the platform at no additional cost
- v. System's performance is monitored and managed by SaaS supplier to Service Level Agreements (SLAs)

System security:

- i. Data transfer: designed a multi-step data conversion strategy including testing, reconciliation and validation process.
  - a. ICANN will be converting historical transactional data and all master file data.
  - b. All conversion programs will be thoroughly tested for accuracy and completeness.
  - c. ICANN will conduct unit testing, two Conference Room Pilots (CRP), which tests our business processes to system configuration and conversion of data files.
  - d. ICANN will perform a Business Pilot, which will simulate actual business process from beginning to end (for example, Order to

Cash and Procure to Pay) plus complete conversion testing for historical and master file data.

- ii. Data security: RFP process includes demos on disaster recovery, data center operations management, data encryption, data logs, ERP environment exclusive to ICANN:
  - a. ICANN will configure to world-class standards for data security, which include data encryption, management of access controls, access and review of system logs, and configuration of access security based on good internal controls.

Further, the Board reviewed the staff's and the Board Finance Committee's recommendations for contracting and disbursement authority for a new ERP solution.

There will be a financial impact on ICANN to implement a new ERP solution. This impact is currently included in the FY16 Operating Plan and Budget approved by the Board on 25 June 2015. This action will not have a direct impact on the security, stability and resiliency of the domain name system.

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

Submitted by:	Susanna Bennett
Position:	Chief Operating Officer
Date Noted:	17 September 2015
Email:	<a href="mailto:susanna.bennett@icann.org">susanna.bennett@icann.org</a>

**ICANN BOARD PAPER NO. 2015.09.28.2c**

**TITLE:** **Reserve Fund Release – USG IANA Stewardship Transition Costs**

**PROPOSED ACTION:** **For Board Approval**

**EXECUTIVE SUMMARY:**

The Board previously authorized “the President and CEO, or his designee(s), to withdraw funds from the Reserve Fund to cover costs incurred in FY15 related to the USG IANA Stewardship Transition initiative in an amount not to exceed US\$7 million” (<https://www.icann.org/resources/board-material/resolutions-2015-04-26-en#2.c>).

The USG IANA Stewardship transition initiative activity progressively increased throughout FY15, and notably included unforeseen costs for independent legal advice starting in March 2015. These independent legal advice costs totalled approximately US\$3.1 million by the end of the fiscal year (30 June 2015). The total costs incurred for this initiative during the FY15, including the independent legal advice, amounted to US\$8.7 million, exceeding the budgeted envelope of US\$7 million determined during the FY15 budget process (approved on 9 September 2014).

As the funding this initiative through a release from the Reserve Fund was approved by the Board up to US\$7 million, the ICANN Board is now being asked to approve the release of funds from the Reserve Fund to cover the total amount of actual costs incurred during FY15 by the amount of US\$8.7 million.

**STAFF and BOARD FINANCE COMMITTEE RECOMMENDATION:**

Based on the report provided by staff, the Board Finance Committee has recommended that the Board approve the release of funds from the Reserve Fund to cover actual costs incurred in FY15 related to the USG IANA Stewardship Transition initiative in the amount of US\$8.7 million.

**PROPOSED RESOLUTION:**

Whereas, on 26 April 2015, the Board authorized the withdrawal of funds from the Reserve Fund to cover costs incurred in FY15 related to the USG IANA Stewardship Transition initiative in an amount not to exceed US\$7 million.

Whereas, ICANN has incurred actual costs during its FY15 of US\$8.7 million, including unforeseen independent legal advice costs of approximately US\$3.1 million.

Whereas, the Board reiterates its statement made on 25 June 2015 that the Board is “committed to supporting the community in obtaining the advice it needs in developing recommendations in support of the transition process, and also notes the importance of making sure that the funds entrusted to ICANN by the community are used in responsible and efficient ways. Assuring the continuation of cost-control measures over the future work of the independent counsel is encouraged.” (See <https://www.icann.org/resources/board-material/resolutions-2015-06-25-en#2.c>).

Whereas, the Board Finance Committee has recommended that the Board authorize the release of funds from the Reserve Fund to cover the actual costs incurred in FY15 related to the USG IANA Stewardship Transition initiative in an amount of US\$8.7 million, and the Board agrees.

Resolved (2014.09.28.xx), the Board authorizes the President and CEO, or his designee(s), to withdraw funds from the Reserve Fund to cover costs incurred in FY15 related to the USG IANA Stewardship Transition initiative in an amount of US\$8.7 million.

**PROPOSED RATIONALE:**

The USG IANA Stewardship Transition initiative is a major initiative to which the ICANN Community as a whole is dedicating a significant amount of time and resources. ICANN’s support for the Community in its work towards a successful completion of the project (including both the USG IANA Stewardship transition proposal development and accountability work) is critical for ICANN.

Considering its exceptional nature and the significant amount of costs anticipated to be incurred, the funding of this project could not be provided through the ICANN annual operating revenue. Accordingly, when the Board approved the FY15 Operating Plan



and Budget, it included the anticipated funding of the project costs (US\$7 million) through a corresponding withdrawal from the Reserve Fund.

As costs were incurred during FY15 for this project, the Board approved the withdrawal of funds from the Reserve Fund to cover the actual costs incurred in FY15 related to USG IANA Stewardship Transition initiative, up to the amount of US\$7 million included in the Board approved FY15 Operating Plan and Budget.

As the total actual costs incurred during FY15 for this project totaled US\$8.7 million thus exceeding the total amount of US\$7 million of withdrawal from the Reserve Fund that the Board had authorized in its decision 2015.04.26.17, ICANN is proceeding with obtaining approval from the Board to withdraw funds from the Reserve Fund for the total amount of actual costs incurred of US\$8.7 million. This action will not have a direct impact on the security, stability and resiliency of the domain name system.

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

Submitted by:	Xavier Calvez, CFO
Date Noted:	17 September 2015
Email:	Xavier.calvez@icann.org

## ICANN BOARD PAPER NO. 2015.09.28.2d

**TITLE:** New gTLD Program: Path to Future Rounds

**PROPOSED ACTION:** For Board Review and Discussion

### **EXECUTIVE SUMMARY:**

The Board's consideration of and direction regarding the approach and timeline for developing the next round of the New gTLD Program will be important to both community and staff planning in undertaking multiple review-related activities.

Balancing the various expectations with the exigencies of thorough review of the 2012 round of the Program involves careful consideration: moving quickly to the next round may satisfy interests eager to obtain a new gTLD, but may not give adequate time to analyse the results of the 2012 round. On the other hand, open-ended review activities in an unclear process may delay continuation of the Program unnecessarily.

This paper describes a set of possible options to address current questions within the bottom-up process about the path forward and timing to future rounds of the New gTLD Program, and provides a possible resolution and rationale for each.

The review process of the new gTLD Program is underway and continuing in several areas, as described to the Board in papers for its 28 July 2015 meeting:

- **Rights Protection Mechanisms (RPMs), Program Implementation:** nearing completion for **Q3-Q4 2015**
- **Competition, Consumer Choice, and Consumer Trust (CCT) and Security, Stability, and Resiliency (SSR) reviews:** beginning **Q4 2015**, with estimated completion dates in **Q2-Q3 2017**
- The **Generic Names Supporting Organization (GNSO)**—in accordance with its role as outlined in [Article X of ICANN's Bylaws](#)—has created a Preliminary Issue Report on New gTLD Subsequent Procedures, currently open for public comment, and may initiate a **Policy Development Process (PDP)** as a result of its discussions.

Various stakeholders, including contracted parties, new registry operators, IP stakeholders, members of the GNSO's Discussion Group on New gTLD Subsequent Procedures, and members of the end-user community have all inquired as to when they

can expect the next round to commence, or alternatively, what the path to the next round is in light of the numerous reviews and community activities.

It is important to note that several of the supporting organizations and advisory committees have already initiated work aimed at reviewing certain respects of the 2012 round and providing advice or input to be applicable to future rounds. This work is being tracked by staff and is expected to be taken into account when considering how review activities should lead to future rounds.

As described in the [previous paper](#), it is anticipated that the Board will remain cognizant of the work on the review processes and community discussions as they proceed. To address some of the questions to date in regard to how each of the activities fits into the overall process, it may be helpful for the Board to provide a broad indication of its expectations as these activities continue, although this type of resolution could also be deferred until the review activities are at a more advanced stage.

#### **STAFF RECOMMENDATIONS:**

Three possible resolutions are described and included below:

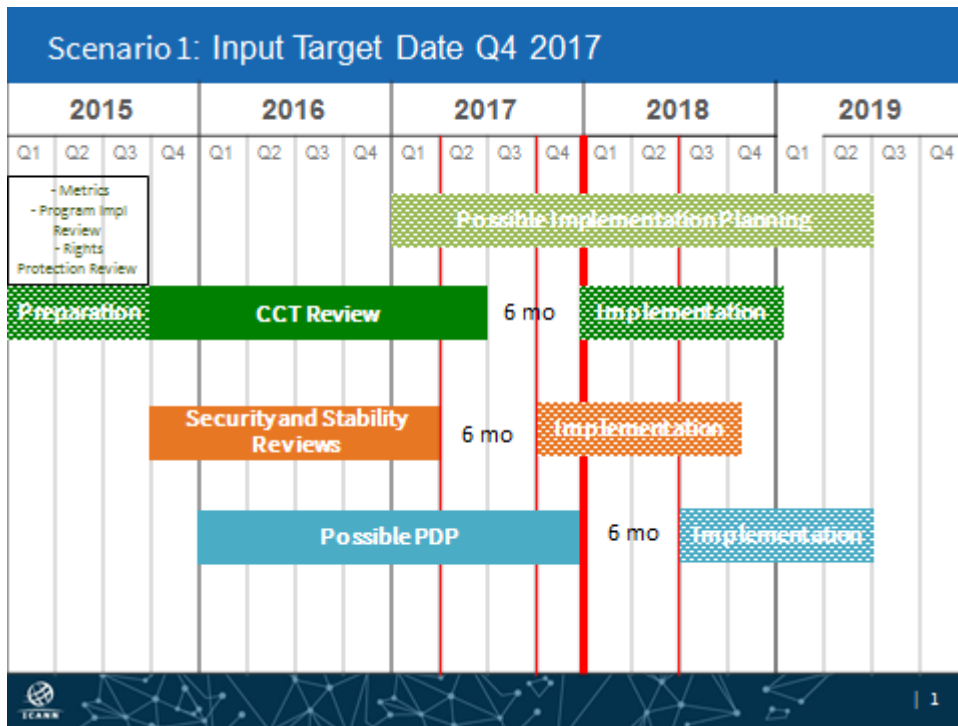
- Option 1 provides a suggested input target date based on estimated Program review time frames.
- Option 2 outlines some suggested steps to consideration of Program review activities, without reference to dates.
- Option 3 provides direction for staying on course with review activities and defers consideration of the downstream process until a later point.

#### **Option 1: Input Target Date**

This scenario provides a (non-binding) target for community work aimed at providing input into future rounds, while retaining the flexibility for ICANN to take into account the status and results of review activities and any relevant policy development that may occur. It does not commit to a particular timeframe, but acknowledges that various

activities may be usefully coordinated with the timeframes in which the full set of reviews could conceivably be completed.

Based on the current timeline shown below, the planned review activities are expected to be completed around mid-2017.<sup>1</sup>



<sup>1</sup> This estimated schedule is based on the following assumptions: (i) The Board may take an average of six months for consideration and reaching a decision on review recommendations; (ii) Planning may start on some review recommendations before all reviews are complete; (iii) A PDP, if initiated, is estimated at two years (a PDP typically takes at least one year); (iv) The timelines shown for the SSR and CCT reviews include public comment periods; (v) The number and scope of review recommendations is unknown; accordingly the duration of the implementation phases is highly unpredictable and difficult to define at this stage; and (vi) ICANN has made an explicit commitment to postpone delegations in a future round until it is determined that the delegations in the 2012 round have not jeopardized the root system's security or stability -- accordingly, the Security and Stability review is shown as a minimum prerequisite for future rounds.

Accordingly, the Board could request that ALAC, GAC, GNSO, SSAC, and other relevant groups working on future rounds provide any inputs by the end of 2017. This is a natural lining up point at which the community may have the opportunity to collect all review recommendations and advice, and at which direction can be assessed toward work on future rounds. This would then enable a community discussion on planning and target dates based on a known set of recommendations. While there would still need to be further definition on future steps, having a target date lends some predictability to the timeline and addresses some aspects of the requests for clarity. Though this date would not be presented as a commitment, this option carries some risk of reputational harm if these dates are not met by staff or by the community.

**OPTION 1 PROPOSED RESOLUTION:**

Resolution Text Superseded

**Option 2: Process-Based Target**

This scenario is similar to the first, but provides an outline of the anticipated process rather than when it may take place. This provides that at the time all scheduled review processes are complete, the Board may consider the recommendations as a set, and task staff with developing an implementation plan based on these recommendations. At that time, the Board could establish parameters for the process and timeline for the remaining steps.

While the predictability of the process may not be established fully, this option does provide a target to allow any community processes to align with the review schedule.

**OPTION 2 PROPOSED RESOLUTION:**

Resolution Text Superseded

**Option 3: Defer resolution on timeline or benchmarks until later stage**

This scenario allows the most flexibility for the Board and ICANN staff to conduct and discuss review activities, but also minimizes predictability insofar as the continuation of the New gTLD Program is concerned and may draw criticism from some stakeholders. However, the Board need not necessarily defer the discussion indefinitely, but can choose when an appropriate time might be to establish additional milestones based on community work and feedback.

This option accounts for fact that both review and policy development results are unknown and forecasting a timeline is problematic. It also allows the review processes to continue on their own course, minimizing expectations on timing (and potential disappointments should review results take longer than expected). However, it is likely to result in continuing questions as parties have a variety of interpretations regarding the path to future rounds.

**OPTION 3 PROPOSED RESOLUTION:**

Whereas, Board resolution [2012.02.07.05](#) reaffirmed ICANN's commitment to opening an additional round of the New gTLD Program as expeditiously as possible;

Whereas, the reviews of the 2012 round of the New gTLD Program are currently underway;

Whereas, the Board encourages stakeholder participation in the bottom-up process to review and develop future rounds of the New gTLD Program;

Resolved (2015.09.28.xx), the Board directs ICANN staff to continue with the reviews of the New gTLD Program as scheduled, and encourages the stakeholder community to participate and support a robust and meaningful review process.

Resolved (2015.09.28.xx), the Board will follow the community work with interest and will consider guidance on future rounds once the review process and potential GNSO policy development process reach a more advanced stage.

## **RATIONALE FOR PROPOSED RESOLUTIONS**

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**Signature Block:**

Submitted by: Cyrus Namazi

Position: Vice President, Domain Name Services & Industry Engagement

Date Noted: 10 September 2015

Email: [cyrus.namazi@icann.org](mailto:cyrus.namazi@icann.org)

**Pages 71-77 removed - briefing subsequently  
superseded by updated paper. See "2015-09-28-2e-  
Board-Paper-RAA-Insurance.pdf"**

**Pages 78-88 Removed - Item Removed from Agenda**

**Pages 89-161 Removed - Superseded by  
Resolution Text**



**Directors and Liaisons,**

**Attached below please find the Notice of date and time for a Meeting of the ICANN Board of Directors:**

**28 September – Meeting of the ICANN Board of Directors - at 21:00 UTC (2:00pm PDT in Los Angeles) – This Board meeting is estimated to last 90 minutes.**

*Note: timing of Board Meeting subject to change upon revisions to the overall Workshop schedule.*

**<http://www.timeanddate.com/worldclock/fixedtime.html?msg=Regular+Meeting+of+the+ICANN+Board&iso=20150928T14&p1=137&ah=1&am=30>**

**Some other time zones:**

**28 September 2015 – 5:00pm EDT Washington, D.C.**

**28 September 2015 – 11:00pm CET Brussels**

**29 September 2015 – 5:00am CST Taipei**

**29 September 2015 – 7:00am AEDT Sydney**

**Consent Agenda**

- **Approval of Minutes from 16 July 2015 and 28 July 2015**
- **GNSO Council PDP Recommendations - Translation and Transliteration of Contact Information**
- **GNSO Policy & Implementation Recommendations**
- **Renewal of .CAT Registry Agreement**
- **Renewal of .TRAVEL Registry Agreement**
- **Renewal of .PRO Registry Agreement**
- **Appointment of 2016 Nominating Committee Chair and Chair-Elect**

**Main Agenda**

- **June 2016 ICANN Meeting Venue Contracting**
- **Contracting and Disbursement for New ERP Initiative**
- **Reserve Fund Release – USG IANA Stewardship Transition Costs**
- **New gTLD Program: Path to Future Rounds**
- **Insurance Requirements for Registrar Accreditation Agreement**
- **Release of Reserved Country and Territory Names in the New gTLD Namespace**
- **AOB**

Contact Information Redacted

**MATERIALS** -- Once materials are available, you can find the  
Contact Information Redacted

**If you have trouble with access, please let us know and we will work with you to assure that you can use the BoardVantage Portal for this meeting.**

**If call information is required, it will be distributed separately**

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

John Jeffrey  
General Counsel & Secretary, ICANN  
12025 Waterfront Drive, Suite 300  
Los Angeles, California 90094-2536  
Contact Information Redacted