ICANN

Moderator: Brenda Brewer
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Trang Nguyen: Thank you. This is the Implementation Oversight Task Force, IOTF, call Number 14 on July 6, 2016. Hello, everyone. Thank you for joining today's call. I hope everyone that went to Helsinki had a safe trip back home.

Wanted to, on today's call, cover a few items, mainly the – bring to everyone's attention the comment that was submitted by the RSAC on the RZERC charter that's been published for public comment. And then we also would like to discuss with this group the PTI staff – the revised PTI staffing plan. We had circulated the revised draft prior to Helsinki and have received some input via the mail list but have not had a chance to fully discuss it with this group so wanted to have that discussion today and see what the next steps may be in terms of potentially closing out that item.

And then we have also prepared for you a revised work plan for all of the PTI related documents based on some recent discussions that we had with Jonathan and Lise relating to planning around the PTI action items during a meeting that we had with them in Helsinki. So wanted to share with you sort of the move forward plan.

And then don't know if anyone has any other items that we would like to cover on the AOB agenda item on today's call. But those are sort of the three main items that we would like to bring up for discussion today. So before we move forward let me just take a pause and see if anyone would like to add anything else to the agenda for discussion today?

All right well thank you, Jonathan. Well let's get on with it then and move forward to the first item which is the RZERC charter. And I note that Alan is – did not join us today. But we'll ping him just to make sure that he's aware of the comment that RSAC has submitted on the RZERC charter. And I expect that we'll need to have additional conversations on this but, you know, for those of you that are not already aware, the RSAC has submitted a comment on the RZERC charter mainly around the scope of the committee.

And wanting to suggest some edits to the language of the charter to make it clear and bound the scope of the RZERC to basically overseeing changes that would impact what they are now recommending DNS rather than have it be too broad to potentially also include issues relating to the root server system, which they believe would infringing upon the RSAC charter.

What we have done here is Yuko has sort of aggregated all of the comments that the RSAC has provided as well as some of the specific edits that they have recommended for the CWG consideration.

I don't know if anyone has had a chance to take a close look at this, but I suspect that this is something that we'll want to discuss potentially with this group first and get some input and then bring it up for discussion within the CWG as well.

From a timing perspective, the public comment period closes this Sunday. I believe we've received two comments so far on the charter. This one from the sac and one additional one from an individual commenter, I believe. And the comment received from the individual commenter actually is looking to expand the scope of the RZERC to include looking at geographic diversity of the root server system. So the two comments from the RSAC and the individual contributors are sort of not in alignment with each other and we'll have to take that into consideration.

I see James has typed into the chat that he thinks the RSAC comments meet with what his expectations were of the RZERC was to be originally. But that may not mesh with Alan's views or others. I had a quick chat with Alan regarding the topic of scope of the RZERC and I think from Alan's perspective he believed that the RZERC is supposed to be considering all of the issues that currently the NTIA is supposed to be considering. And from that perspective, and if that's the intent of the RZERC, then the scope is quite broad because the NTIA currently does consider a variety of issues and topics relating to the architecture of the root zone.

But I think at the same time, I think what Alan has also said is that – and I don't want to speak for Alan, he should be speaking for himself, but my conversation with Alan was along the lines of his envisioning that the RZERC would be considering topics that would impact the management of the root zone. So for example, if any particular issue or items that arises, you know, relating to the root server operations that could potentially impact the root zone – the management of the root zone, then that's sort of the angle or the perspective that the RZERC would be looking at the issue.

So even though it may be the same issue, the perspective would be different if considered by the RZERC versus, you know, the RSAC or some − or other organizations.

Jonathan, you have your hand up. Please go ahead.

Jonathan Robinson: Trang, just two quick points. I suppose just one question about Alan's role in this, and my memory is a little hazy here, did Alan lead a design team that dealt with this particular charter or that − or does he have a unique perspective on this? Can you just clarify that?

Trang Nguyen: Sure, Jonathan. Yes, Alan was indeed the design team lead that looked at this particular committee.

Jonathan Robinson: Okay. So okay so thank you that's the relevance of his opinion then, I suppose. I guess the other thing was a question that sprang to mind for me is, I mean, I thought that we were fairly clear on the scope of this and to the extent that we're not that's slightly challenging. But the issue that springs to mind to me is if there was something that the NTIA was doing and is not covered with this − with the scope of a sort of reduced charter or limited charter for the RZERC, I guess the question that we would have to answer is where is that work being done? Where is that function being caught elsewhere? So and I don't have the answer right now. But, I mean, that would be the test that one would have to put it to if it's not covered here, where is it covered is the question.

Trang Nguyen: Well…

Jonathan Robinson: I guess while I'm on I might as well say it, my personal response to the RSAC points, they seem reasonable to me, and that – I don't know if they're in conflict in any sense with anything else. Thanks.

Trang Nguyen: Thank you, Jonathan. And that's exactly it. And I think that's where the language in the CWG Stewardship proposal is quite broad in that this RZERC committee is supposed to consider, you know, sort of any issues that comes up and make a determination whether or not it want to make a recommendation on that particular – on the particular issue. But I think there's specific language in the CWG proposal that recommends that, you know, that all issues fairly broadly be brought to the RZERC attention and then it would make a determination whether or not it should undertake to make any sort of recommendation. And I think James's pasted into the chat room the language from the CWG proposal.

So again we don't have to make any sort of final decision on this particular comment that has been submitted by the RSAC today. We mainly just wanted to bring it to this group's attention of this comment. And make you aware of this. As I mentioned, the public comment period formally closes this Sunday. We have the staff analysis and report of the comments as well as any revised documents are due I believe two weeks after that is the typical time period that we have, that staff has to perform analysis of public comments, which is the 24th, Yuko has just reminded me. So there's a short period of time for discussions around this, you know, with this group as well as with the CWG to determine what if any of these recommendations should be adopted.

So, Jonathan and Lise, I guess we'll look to you to get some guidance from you in terms of how to bring this discussion up for – with the CWG whether or not you want to, you know, get some input from this group – from the IOTF maybe on next week's call as to, you know, what to do with the

RSAC's recommendations as well as with the comments received from the one individual contributor. And then after that bring it up, you know, bring those recommendations up to the CWG, you know, that's one potential path.

Or I don't know if you have other thoughts and views around this but please go ahead, Jonathan.

Jonathan Robinson: Yes, thanks. To be frank, or honest, Lise and I haven't discussed the process by which this gets dealt with in the CWG. We (unintelligible) open to any suggestions or proposals. I mean, (unintelligible) unusual situation but we're obviously reviewing this (unintelligible) background noise – audio noise.

Trang Nguyen: Yes, if you're not speaking if you can go on mute please? It's – whoever has the 87 – okay, very good.

Jonathan Robinson: Yes, great, thank you, thank you. So, yes, so this is slightly different because typically what we're dealing with in this context is staff implementation, rapid steps on staff implementation and quick feedback by the IOTF and then through the CWG. Here we've got some public comments. So let's just think about that. We can bring it back to the IOTF at the next meeting anyway when the public comment is closed. But in the meantime Lise and I can discuss it and think about the mechanics of integrating the public comment into the CWG work. So I don't have a firm view yet, Trang, thanks.

Trang Nguyen: Okay. Thank you, Jonathan. And yes, we do intend to do the staff work in terms of analysis of comments and making a proposal in terms of, you know, what and how to incorporate the public comment periods in which case we would consult David Conrad who was also part of the design team for this

particular committee. And who, you know, Alan Greenberg also had suggested that we consult with. So certainly we would do our staff job in terms of analyzing and providing sort of recommendations on how these comments should be incorporated and bring that to the discussion – table for discussion next week.

Woman: (Unintelligible).

Trang Nguyen: There's a lot of background noise from extension 8763. Could – okay, thank you. So as I was mentioning, we will certainly bring that up for discussion next week as well. Okay.

                 All right, very good. Let's then move on to the next topic, Yuko, if we would, and that's the topic of the revised PTI staffing plan that we had circulated prior to the Helsinki meeting. I believe that this revised staffing plan received some positive feedback from those that previously raised concerns with our original plan. But we haven't had a chance to fully discuss it with this group so I wanted to see if there's any other comments on this particular revised staffing plan that we want to bring up for discussion today.

                 Paul, please go ahead.

Paul Kane: So I'm reading this for the first time now and I apologize if it's been in the public domain for a while. The main thing is to make sure that the staff who are currently employed by ICANN are happy with the new proposal. And I'm assuming, because ICANN are proposing this, that the current staff at IANA, are happy with the proposal. The headline concern I have relates to the money.

As an independent company, there will be a budget determined by the Board, and that money needs to go into a bank account administered by PTI the company. Reference to new staff it says at some point in the future, it should define when in the future, new staff will migrate to being employed by PTI rather than somewhat vague. So the headline is I'm relatively happy with the proposal, provided the money is transferred to PTI, the legal entity, as separate from ICANN. And it has the ability to hire people directly albeit I understand initially they may be hired by ICANN, but it needs to stipulate a time by which time transfer will have occurred.

And there needs to be penalty built in if ICANN just forget to actually allow the staff to be employed directly by PTI just to honor the intent of what folks were thinking when this was set up. Thank you.

Trang Nguyen: Thank you, Paul. So the revised proposal contemplates that the PTI will offer employment to the seconded employees once ICANN had put in place, you know, the benefit and the systems and the processes necessary in order to support PTI having its own staff, not to exceed three years after the transition. So if we can put those things in place sooner than three years, you know, certainly then PTI would then offer employment to all the seconded employees then but no more than three years after the transition. Yes.

And then with regards to your question about the separate bank account, etcetera, that is something that I know Xavier has been thinking about and has had some discussions with his team internally. And what we can do is follow up with Xavier to see where he is at with that thinking and see if it would be possible for him to provide, you know, some thoughts around that topic to the IOTF.

Okay. Thanks, Paul. Any other comments on the PTI staffing – revised PTI staffing plan? Okay seeing that there are no other comments from this group, the – on the plan, Jonathan and Lise, I do have now a process question for you in terms of what would – what step we would need to take in order to close out the discussion on this with the CWG so that we can move forward with starting to draft the details of this in the intercompany services agreement. Do you have any thoughts on that?

Jonathan Robinson: Trang, I think ideally we would discuss this and have it in a meeting. But I understand the practicalities of it, may make it difficult in terms of timing. I suppose what we could do, and Lise is on the call so it'd be good to hear from her on this. But there didn't seem to be, I mean, it seemed to be welcomed as – I saw no objection from what I recall, on the CWG list and a welcoming. And so we could in principle at least, put this to the CWG and say are there any objections to the drafting of the bylaws, you know, linked in to this – to commence. And of course we would then formally clear it with the CWG when we next met but that may be the most pragmatic way forward, and then I'll hand over to Lise and see if she's in agreement with that.

Lise Fuhr: Thank you, Jonathan. I agree. I think it's very important that we consult with the CWG as such because that was the procedure that any final decision taken what's going to be done by the CWG. But I agree that to be pragmatic we can have a – it sent to the list and to see if there's any objections and if not we'll just discuss it in further detail on the next CWG call.

But – or we could take it just to – for a decision on the list. I don't think – this is a very fine compromise and – unless we see a lot of objections on the list we could go that way. Thank you.

Trang Nguyen: Thank you, Lise. Jonathan, is that a new hand?

Jonathan Robinson: Yes, sure it is new. I think to be clear, to the best of my knowledge this has been to the list before and it's been on, you know, with the CWG for some time. When this – it was sent to the 23rd of June so this is not new and that was the point I was making, the CWG hasn't responded in the negative to this. In fact, I think my recollection is they were largely positive comments. So that's where we are at the moment. So what I would propose to do, Lise and others, is to go back to CWG and say look, in the interest of moving this forward, we propose that the CWG accept this position at least for the purposes of getting the documentation done and moving forward.

Because I think that's the request I'm hearing from you, Trang, you would like to – I mean, I sense that you are not in a position to necessarily wait for a while. And that's the point.

((Crosstalk))

Jonathan Robinson: So I'll defer.

Trang Nguyen: Lise, please go ahead and then I'll chime in. thank you.

Lise Fuhr: Yes, okay. Well but I think we are in agreement, Jonathan. I just want to give the CWG a couple of days to make any objection and if there are none we can go ahead. So it's more to actually send it for – sent it up and say, we have not heard any objections, as you were saying. If we don't hear any within the next couple of days, we'll go ahead. I think that would be the best solution, thank you.

Trang Nguyen: And thank you, Lise. And what we could also do from – on the ICANN side is starting to work on the drafting of the PTI and ICANN intercompany services

agreement. Given that we've received generally like you had mentioned, positive feedback on the revised staffing plan, we can concur only while you give the CWG some time to consider and close this out, we can just start to work on that document, you know, with the assumption that we're going to move forward with this PTI staffing plan.

And if things need to change we can change course at that point. But since the feedback is generally positive I think we'll be in a good position just to start work based on this document and then, like I said, you know, we can change course if need be.

And then Paul, in the chat you've raised a question as to when Xavier may be able to give us some details around the bank account, etcetera. Xavier is on vacation this week and so I would like to check in with him before promising a date. So why don't – so if you would let me, you know, give me a few more days. I think he's back in the office next week, to check in with him and see if it is something that could be provided in fairly short order or if he would need some additional time. So let us – give us until next week to get – early next week to get back to you with the date on that. Thank you.

All right so very good. It sounds like we have a move forward plan on this topic. So we'll get back to this group early next week with a date on when Xavier will be able to give us some details around the PTI bank account. And in the meantime I think Jonathan and Lise, you will handle the – this particular topic with the CWG and get closure on that. Okay.

And then so let's then move on to the next topic under PTI work plan. So as a setup for this while Yuko is loading the document, as you can see last week we posted the PTI articles of incorporation for public comment. The original plan was to post both the PTI bylaws as well as the articles of incorporation

for public comment at the same time, however it turned out that we needed a little bit more time to work on the bylaws. But at the same time, we were working under some time sensitivities to get the articles of incorporation out and done so that we can actually move forward with incorporation before the August 12 date.

And so after some discussion with Jonathan and Lise, last week in Helsinki, we decided to separate the two and post the articles of incorporation for public comment first so that we can actually finish out that process and file for the incorporation prior to August 12. And then, you know, take the necessary time to work out the bylaws before posting it for public comment.

The incorporation process in and of itself only requires the articles of incorporation and so by separating the articles of incorporation and the bylaws, you know, we were – we wouldn't run into any issues in terms of the – our ability to file for incorporation.

So this summary work plan that we have for you on this screen here today sort of reflects that change. And it also on the next slide that we'll get to in a minute, also reflects a revised scheduled for the naming functions contract as well as a subcontracting agreement because we are a little bit behind in providing a first draft of those documents out to you. It's taking us a little bit longer to work through those documents. And so this plan is to reflect, you know, those types of changes.

So, Paul, did you have a question? Or is that an old hand, Paul?

Paul Kane: Yes, so, no, no so I do have a small question, again, apologize because someone called me today. In the articles of association, it says the sole function – apparently I haven't read it, again I apologize – function of PTI is

to serve ICANN. Historically the function of IANA has been to serve the community, ICANN just happens to be the contract to doing it. And I don't know if that is correct, if that's what's in the articles of incorporation. But if that is, it sort of has lost the raison d'etre of PTI. It is not a service sector of ICANN because that makes it feel like a department. It's actually trying to serve a broader community such as the naming community, the protocols and the numbers. But I haven't read it so I will try and read it so I might be wrong.

Trang Nguyen: Thanks, Paul. Let me – so Section 3 of the articles says this – it does say that the specific purpose of PTI is to operate exclusively for the benefit of and to perform the functions of and carry out the purposes of ICANN. And I want to go back and double check that again the language that is in the ICANN bylaws that has been adopted because I think some of this is the reflection of what's included in the ICANN bylaws. So we want to do that cross check and come back to this group and see how it aligns with – what's in the ICANN bylaws. But that is currently what is reflected in the PTI articles of incorporation.

There are some comments in the chat from James. Things that affect the agreement are done by contract with ICANN for protocol and numbers means that there needs to be language to that effect in the PTI articles. Yes, so Paul, I do see your point – I hear your point. And I'm merely thinking about process at this point. Obviously it is out for public comment. You know, the – presumably the CWG would have further discussions on this and decide whether or not if any comments, you know, the CWG decides would be submitted to the public comment forum on the articles.

So I think from a process perspective, that's how the discussion would go. And James, I see you have your hand up. Please go ahead.

James Gannon: So I will attempt to speak, I'm not sure if my microphone will work.

Trang Nguyen: We can hear you clearly, James.

James Gannon: Excellent. So, yes, Paul, I had a similar comment from somebody else as well from the IETF area. And I think in I suppose philosophical principle, yes, it is a slight change but I think in the reality the fact that both the numbers and protocol communities will still contract with ICANN it needs to be very clear in PTI's documents then that, yes, it is for the purposes of fulfilling the IANA functions it needs to be able to serve the owners of those contracts, which is ICANN still.

                  So I think philosophically, yes, it doesn't really sound very right, but I think for the realities of running PTI and for PTI to be accountable through the mechanisms that we've built up that there does need to be language like that inside the articles to make sure that it's clear that the – those two communities have the right of PTI serving their needs but also then the accountability mechanism that we've put into ICANN are also then bound to PTI by that language going backwards. And I think Trang is right that it's also reflected in the ICANN bylaws going downwards towards PTI.

Trang Nguyen: Thank you, James. And I see Russ has similar comments in the chat as well that the contract for the protocol parameters function as well as with the numbers are with ICANN and not PTI. So okay.

                  So if we can spend just a few minutes sort of going through the process and timing on this, as I mentioned the articles of incorporation are currently out for public comment. And the public comment period is for the entire month of July. Staff analysis will be a shortened period of just five days to analyze and

revise the articles of incorporation as necessary based on the comments submitted.

If necessary we would hold a discussion with both the ICANN Board and probably not just the CWG but also invite the IETF and RIRs as well if needed on August 8, which is a Monday on any particular potentially controversial items that were submitted during the public comment period. Following that we would expect that the ICANN Board would provide approval to move forward for ICANN to move forward with incorporating PTI based on the articles of incorporation.

Again these are PTI articles of incorporation so the ICANN Board won't be adopting them but based on those articles the ICANN Board may direct ICANN to move forward with incorporation of PTI. And then ICANN would file for incorporation on August 10, two days prior to the due date of August 12 for the NTIA report.

And it is expected that the incorporation process should not take that long so it is feasible that by August 12 we may have – we may be able to have completed the incorporation process and be able to put that in our report to NTIA.

So that's sort of the process and timing for the articles of incorporation. And as I mentioned for the bylaws, we hope to be able to start the public comment period July 8, that would be Monday, is that right, Yuko?

((Crosstalk))

Trang Nguyen: Friday of this week, sorry. So we would be able to start public comment period by Friday of this week going through the early part of August. And

then we would have, again, a shortened period for the staff analysis of the public comments period then updating of the bylaws documents as necessary and that would go up on August 12. And then if needed, we would also have a discussion with the ICANN Board and the community as necessary on August 15, which is the following Monday.

That discussion process mirrors the same process that we used for the ICANN bylaws drafting so we're borrowing from that process a bit based on past learning and experience.

And then the conflict of interest, code of conduct and expected standard of behavior that will be posted as a package for public comment. And the timeline on that will coincide with the bylaws except they will be separate – two separate public comments instead of all being lumped into one. And the thinking behind that is to be able to allow for the community to consider and submit comments on them separately.

You know, obviously the bylaws is the more substantial document and we want to be able to allow the community to be able to fully review that and provide comments on those bylaws at a time that's right for them whereas the conflict of interest, code of conduct and expected standard of behaviors documents are based on the ICANN's documents and we believe that those are pretty straightforward documents and so by putting that in a separate public comment, you know, that runs concurrently to the bylaws we believe that that's a good way to separate out the work and allow the community to review and provide feedback.

And we can go to the next slide please. Thank you. And then this slide provides a summary of the contracts. And as a note, the one open item that is still under discussion is whether or not the intercompany services agreement

should be combined with the naming functions contract. Sidley has recommended that the two would and ICANN provided rationale as to why they should not be combined. But I think follow up and additional conversations need to be had in order to close that out.

What we are proposing here assumes that we continue to keep those two contracts separate. What we would do is share a first draft of the naming functions contract by this Friday. And then would provide the CWG through the end of this month, through the end of the month of July, to provide any feedback on that contract.

And then ICANN would have about a week to incorporate any comments received and start a public comment period for the naming functions contract during the month of August through the early part of September. And then we would have slightly more than a week, I think it's about a week and a half period to incorporate any comments received via the comment period and then again a discussion with the ICANN Board and the community if needed the following day. And then ICANN and PTI Board approval is expected in mid-September.

We tried to align that approval date with a scheduled Board meeting that's already in place for the month of September. I think the Board meeting is scheduled for the 17th, 18th, and 19th, so that's why we tried to align this with.

The IETF and RIR subcontracting agreements would be also shared with the community at around the same time. We are not proposing a public comment period for the IETF and RIR subcontracting agreements, again, because these are basically very straightforward subcontracting agreement, basically just assigning of the requirements of the contract between ICANN and the IETF

and RIRs to PTI. So we don't believe that these should go out for public comment.

And the timing around that on the tail end coincide with the timing of the naming functions contract in terms of when we would revise those documents, which is September 16. And then the ICANN and PTI Board approval also on the same day.

And then for the intercompany services agreement, as you can see there, we were hoping to get the finalized PTI staffing discussion on July 8, however as I mentioned before, I think we can move forward with drafting certain parts of that agreement while, you know, we wait for the CWG to formally sign off on that. So it doesn't necessary have to hold up our work on this agreement.

We are hoping to share a first draft of that agreement on the 1st of August, and then would like to get any comments back on the agreement by the 22nd of August. And then the rest of the timing in terms of when we will produce the revised draft and the ICANN PTI Board approval syncs up with the other agreement so that the final approval of those all four agreements would be done as a package.

So I will stop there and I see that Jonathan, you have your hand up so please go ahead.

Jonathan Robinson: Yes, Trang, I'm just wondering I mean, I suppose there's a feeling and a point I'd like to make. I think the feeling is that the challenge is you have got to manage to a tight deadline a lot of work and we need to work with you to do that. The challenge we've got is to make sure we keep up with you.

Specifically, I think with regard to the separation of the intercompany services agreement and the naming functions contract, I know Sidley initially said that they hadn't envisaged it to be like that. The CWG then agreed that we were receptive and accommodating of ICANN and Sidley working directly together to try and make efficient progress with these key documents.

And I think you – my recollection is you were due to meet with Sidley yesterday. So is the state of play that you've had a second discussion with Sidley on this or a follow up discussion and Sidley is still of the view that these need to be separate agreements in spite of your sort of representation to them, is that the case?

Trang Nguyen: Hi, Jonathan. Actually the meeting with Sidley is scheduled for today and is actually relating to the bylaws and not so much around the contracts. In terms of where we are with Sidley on the discussion around combining the naming functions contract and the intercompany services agreement, we had provided a written note explaining why we think they should be separate. We have not had direct conversations with Sidley since relating to this. But I will make a note and make sure that our legal team touch base with Sidley and see what their thoughts are, you know, of the note and explanation that we provided. But we have not had direct conversations with Sidley on this so we'll make a note to do that and then share that back with the group.

Jonathan Robinson: Yes, thanks Trang. I think it would be very helpful. We have a client committee call with Sidley tomorrow the primary purpose of which is to review their input and discuss with them the status of the IANA IPR and how that is dealt with. But in addition to that topic, it would be good to check in with them on the status from their point of view on the bylaws work and ideally this separation of the contracts also.

So to the extent that you discuss with them the bylaws work and if you discuss with them the separation of the contract in your meeting today, it would be very helpful for the client committee to have any form of update you feel able to provide so that we go into that meeting tomorrow with Sidley as well informed as possible. Thanks, Trang.

Trang Nguyen: Thank you, Jonathan. We'll make sure to send you an update via email of our discussion with Sidley today on both the bylaws and if we're able to bring up the topic of the contracts we will do that as well.

Jonathan Robinson: Thanks.

Trang Nguyen: Alissa, please go ahead.

Alissa Cooper: Thanks, Trang. Just a note on the IETF and RIR subcontracting agreements and perhaps it also applies to the intercompany services agreement if that remains separate, I think, at least my recollection from the community discussions, both the IETF and the RIRs because they're having their contracts with ICANN were – had said that their sort of perspective on the internal workings between PTI and ICANN were not, you know, terribly of interest of them as long as their SLA requirements are met with ICANN.

And so I think blocking out sort of two months' worth, the IETF and RIRs to provide comments on the subcontracting agreements is likely to be unnecessary. I mean, I can imagine at least from the IETF side that folks will, you know, do a quick look at the subcontracting agreements and, you know, make sure that there's nothing in there that directly contradicts the SLA or anything like that. But, you know, I think that could be a fairly swift process. And so and that might help out on the time pressure a little bit as well if those

subcontracting agreements could be concluded in August rather than waiting until the bitter end there.

So and perhaps the same thing is true for the intercompany services agreement although it's possible that the CWG would require more time to look at that. But I think it doesn't really make sense to block out several months for review from the IETF and RIRs when it's, you know, probably all that's necessary is a quick check on their side and then you and move forward with those agreements.

Trang Nguyen: Thank you, Alissa. Absolutely that makes a lot of sense. And I think, you know, not knowing where the intercompany services agreement situation is going to lie, obviously if we need to tie that into the subcontracting agreements and naming functions contract and that's a dependency that would sort of necessitate keeping – you know, pushing this out into September.

But if the intercompany services agreement can be a separate document then I think certainly we can definitely shorten up the timeline for the subcontracting agreements because you're right, those are very, very straightforward documents that basically just assign the requirements – the performance of the requirements under the RIR SLA and the IETF MOU and supplemental agreement to PTI. So they're pretty straightforward. You know, but I think we need to just kind of settle the issue between – of whether or not the intercompany services agreement should be combined or not combined.

Lise, please go ahead.

Lise Fuhr: Thank you, Trang. I completely agree that we need to settle if the intercompany services agreement and the naming functions contract can be divided or not before we go ahead. And to me, I think it's really important and

we talked about this earlier, that the bylaws, the naming contract and also the intercompany service agreement needs to be seen as a holistic set of contracts where we don't have an idea of what is covered where yet so it's important to see them as a whole and not as three separate documents and they're very closely interrelated.

So I – for us it's really important to keep the September and the long public comment period. Thank you. And to just underline when you're talking with Sidley, the important question was did the naming community have the same protections regarding any changes to the contracts if they were divided or not where Sidley raised some concerns about the bylaws. So it would be great if you could repeat this and of course we will also ask Sidley ourselves about this. Thank you.

Trang Nguyen: Thank you, Lise. And from our perspective obviously the bylaws and the naming functions contract would be subject to, you know, the same – the rigorous amendment process as specified in the ICANN bylaws. The intercompany services agreement, as we have said multiple times, is not a document that we believe should be subject to the same sort of amendment process.

The intercompany services agreement essentially lays out, you know, pricings for the various shared services that ICANN would provide to PTI, the terms of the secondment of staff, etcetera is meant to be a very operational type of document that you want to be able to amend and change by, you know, the PTI Board if the PTI Board decides that, you know, it wants to have a different shared services arrangement with ICANN etcetera.

So since it's an operational type of a document we really don't think that it should be subject to the same, you know, amendment process as the naming

functions contract and the bylaws would. As we mentioned, it's kind of hard to envisage what – how it would all work without actually seeing what the intercompany services agreement is. So we will try to see if we could share, perhaps, you know, maybe a summary of the headers of the document with you or some kind of a summary type of document so that you get a sense for the type of information that would be in the intercompany services agreement.

Again, it's a very detailed operational type of things. And then all of the obligations would actually be reflected in the naming functions contract. And we think that that's the important thing that would be subject to the rigorous amendment process.

Yes, yes so I think by this Friday we should have the naming functions contract and the subcontracting agreements to share with you so you get an idea of what's included in those contracts. And as for the intercompany services agreement we'll see what we can do in terms of sharing maybe the section headers or high level summary of the document with you. Okay.

Jonathan, please go ahead.

Jonathan Robinson: Thanks, Trang. Just to help you out. I mean, I have some sympathy with the argument that's there so – that separates out the naming functions contract and the intercompany services agreement. But clearly it would be good to hear either that you've persuaded Sidley that that's reasonable and they're with it or – and/or to – well I guess and for us to confirm that tomorrow. So it may be that this becomes – this point becomes moot and we deal with it.

It's really a matter of making sure we understand clearly what if any their concerns are with the separation of these because as you describe it, putting some functional pieces into the intercompany agreement and putting the

substantial point in the naming function contract seems reasonable but just need to understand why and whether Sidley still have a concern with this. Thanks.

Trang Nguyen: Thank you, Jonathan. Yes, we'll have that conversation with Sidley. And then maybe sort of the same issue is not understanding the details of what reside in which document. So hopefully we can provide Sidley with some clarity around that and have further conversations with them to see if that would alleviate any issues or concerns that they may have or if they have any other issues or concerns that we need to be aware of. So we'll have that discussion.

All right so Yuko is going to be working on putting this work plan in an updated format that will be easier to look at in terms of a timeline type of format and then we will circulate that to you this afternoon. And I see that Grace is on the call and Jonathan and Lise, we will work with Grace to coordinate with her and make sure that she understand sort of where all the touchpoints for the CWG would be so that she can do some appropriate planning around that for the – between now and September.

All right so I think that is all that we wanted to cover for this call. Is there anything else that anyone would like to bring up before we close out the call? Paul has a question around SLE data when. So, Paul, the update on that is that we have been collecting data since the beginning of March.

And the team has been working to aggregate that data and also reviewing some of the, you know, where possible because we don't have data for every single type of measurement that the design team has asked that we collect just simply because some requests just don't come in that often. So we've been looking at – the team has been looking at that data to try to do, you know, propose the performance targets for the – all of the measurements that were

defined. And we're close to having that done. And I think the agreement with the design team in Marrakech was that ICANN would provide those proposed targets by mid-July. And I think we're still on target to do that.

So I'm hoping that in the next couple days we will be able to share with you a little bit more specific – specificities in terms of the exact timing around that. And the way that we envision what will be shared is the team is working on a pretty detailed type of report that basically go by each of the measurements that were defined in the annex provided by the design team and then showing based on the three – a little over three months of data collection what the data is showing. And then based on that data what our proposed threshold would be and then our reasoning for the proposed threshold. So that's sort of the document that we'll be sharing. Yes.

No, it's not a whitewash. We have been able to collect quite a bit of data. But as I mentioned, there are just some types of measurements where it's not a very frequent request so for those we're just going to have to do our best in terms of proposing a reasonable target that could – that could be tightened over time, you know, via the CSC.

So, Matthew, you have a question in the chat. But can we see the intercompany services agreement, what is meant by header? So it's basically what – along the lines of what we shared with you a while back for the naming functions contract. It is just basically the section headers for the entire agreement without the details underneath – without the actual details. So that you can have an idea of the type of information that will in the contract without the actual information itself. Okay. Okay very good. Thanks.

Anything else? Okay well very good. Well thank you so much for your time today and with that we'll go ahead and close today's call. And look forward to speaking again next week. Thank you.

Cheryl Langdon-Orr: Bye.

END