



Comments Posted Apr 17, 2009

Topic: Board Review – Interim Working Group Report

Please accept the following comments in response to ICANN's publication interim report of the Board Review Working Group.<sup>1</sup> Go Daddy reserves the right to future comments on this issue, and our positions include, but are not necessarily limited to, the text herein.

This issue was considered in the context of our previously published comments on the BGC / CCA Report<sup>2</sup>, and whether these should be modified based upon any new material contained in the Interim Report. With this in mind, we would like to call attention to a few particular points.

### **Reduction of the Size of the Board**

We are disappointed that the Working Group position on the size of the Board remains unchanged. While it is true that the ICANN Board is not designed to be representative, reducing the size will naturally consolidate existing Board positions. By extension, this will reduce the perspective and breadth of expertise present on the current Board and reduce the opportunity for the community to play an important role within ICANN – selection of Board members. It is critical to the legitimacy of ICANN and the confidence that the community has in it that the current level of community participation in the selection of Board members is maintained.

In addition, any concept that provides for the ALAC to appoint Board members should only be done through the Nominating Committee. Only the Nominating Committee has the required resources and ability to confirm the ALAC's requested nominees. If the ALAC is allowed to request appointment of one or two Board members they should be confirmed through Nominating Committee processes and the number of Board members selected by the Nominating Committee should be reduced accordingly.

### **Compensation for Board Members**

We maintain our previous position that there should not be any compensation for Board members until all concerns about accountability and mechanisms for removal have been satisfactorily addressed. Additionally, we support the broad concerns regarding the possible motivation of compensated Board members, as outlined on page 12 of Interim Report:

Others believe that ICANN should always be able to attract volunteer Board members of high quality because of the important and interesting work that Board members undertake. They further believe that compensation may attract people who do not necessarily have the qualifications to sit on the Board or an understanding of the DNS, but rather are looking for a way to make additional money.

### **Clarifying Board Accountability**

We support some of the recommendations to improve accountability, but re-iterate our desire for a mechanism to remove an individual Director from office, as opposed to dismissing the entire Board. The continued lack of any true accountability on the part of the ICANN Board will further erode stakeholder confidence and their ability to truly envision an ICANN free of the JPA or of some other form of oversight by the US Government.

Sincerely,  
GoDaddy.com, Inc.



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1. <http://icann.org/en/announcements/announcement-03mar09-en.htm>
2. <http://forum.icann.org/lists/board-review-report/msg00005.html>