Summary and Analysis of Comments on Proposed Bylaws Amendments to Allow Seating of a Voting Board Director Selected by the At-Large Community

Comment Period: 1 July 2010 – 15 August 2010

EXPLANATION/BACKGROUND

On 27 August 2009, the Board approved in principle the recommendation of the Board review Working Group (BRWG) to add one voting director from the At-Large Community to the ICANN Board of Directors and removing the present At-Large Advisory Committee (ALAC) Liaison to the ICANN Board. The BRWG issued its final report in February 2010, and noted the expectation that "the selection process will be designed, approved and implemented in time for the new Director to be seated at the 2010 Annual General Meeting."

With direction from the Board's Structural Improvements Committee and Board Governance Committee regarding the design of the new Seat 15 on the Board, including the coordination of the term with the terms of directors selected by the ICANN's Supporting Organizations, staff produced proposed Bylaws amendments to recognize a Seat 15 and effectuate the Committee directives.

At its meeting on 25 June 2010, the Board directed staff to post these recommended Bylaws amendments for public comment, so that the Board can take action on these proposed amendments no later than at its 28 October 2010 meeting.

SUMMARY OF COMMENTS RECEIVED

Six comments were received during the comment period. On 10 September 2010, after the conclusion of the Public Comment period, staff received a compilation of emails submitted on mailing lists within the ALAC supporting comments made within the public comment process. That compilation is attached here, and the comments within are addressed as appropriate in this Summary and Analysis.

The comments are as follows:

Jean-Michel Becar noted his support for the idea of a voting director from the At Large, and commented that "street users" – users less advanced than those in the ALAC should be represented by a director. Mr. Becar did not comment on the content of the proposed Bylaws. http://forum.icann.org/lists/bylaws-amend-al-director/msg00000.html.

Tijani Ben Jemaa submitted a comment on behalf of the African Regional At Large Organization (AFRALO), noting that the initial six-month vacancy term provided for in the proposed bylaws "couldn't be sufficient for a director to enter into the process and become familiar with the work of the board." The AFRALO commented that the first transitional period of 42 months, to allow for synchronization of terms of

directors selected by ICANN's Supporting Organizations, and allow the new director to perform his or her role. AFRALO provided proposed language to modify the length of the transitional term. http://forum.icann.org/lists/bylaws-amend-al-director/msg00001.html. Mr. Ben Jemaa later contributed, in his personal stead, to an email discussion within the ALAC, attached to this summary, where he noted that having a 42-month total term does not necessarily require action by the ICANN Board. The At Large Community could decide that the person selected for the six-month transitional term would continue on for the first regular term. However, there is concern among the At-Large Community that such a direction be explicit, and not appear as an internal arrangement made within the ALAC.

George Kirikos of Leap of Faith Financial System submitted a comment noting that his organization is not participating in the public comment process. http://forum.icann.org/lists/bylaws-amend-al-director/msg00002.html

Baudouin Schombe submitted a comment supporting the revision to six-month term language identical to that proposed within the AFRALO comment. http://forum.icann.org/lists/bylaws-amend-al-director/msg00003.html.

Karl Auerbach submitted a comment noting that he finds the proposed amendment "troublesome." Mr. Auerbach, a member of the ALAC review Working Group, noted that the board seat should be "filled by a process that included people from the broadest range of the community of internet users" and the ALAC is just an element of that community. Mr. Auerbach states that the amendments "disregard" the finding of the working group. He then provides discussion on opinions of the ALAC and that the ALAC will become "self-protective" of its role in making the selection. Mr. Auerbach calls for the Board resolution to be amended to allow the ALAC to be "but one source" of candidates, and that the earlier practice of public board seats be resumed. http://forum.icann.org/lists/bylaws-amend-al-director/msg00004.html.

Alan Greenberg submitted a comment addressing possible problems with the amendments. First, Mr. Greenberg notes that the prohibition that members of Sponsoring Organization councils cannot simultaneously serve on the Board of Directors is not extended to members of the ALAC or At-Large, or the chairs of the RALOs. Second, Mr. Greenberg notes the difference between the use of the word "nominated" in the proposed bylaws to the selection process underway within the At-Large Community. Third, Mr. Greenberg identifies references to the "the committee designated by the At-Large Community related to the selection" and requests clarification of what "committee" is being referred to. Finally, Mr. Greenberg commented that an existing provision in the Bylaws relating to replacements of Sponsoring Organization members for voting purposes if the member was a candidate for director, as well as the revisions relating to replacements of ALAC members for the same purpose, were meaningless in regards to Nominating Committee appointed members. Mr. Greenberg provided proposed revised language to address each of these four concerns.

Mr. Greenberg also raised concern with the proposed wording of Section 8.1.g, regarding the definition of the six-month term and regular term of the Director, and proposed language to address his concerns. Regarding the issue of the six month term to allow for seating of a Director in 2010, Mr. Greenberg noted that – as with the prior practice of the ccNSO in filling the first seat on the Board of Directors – the selection could made for the six-month vacancy as well as the subsequent regular term. Finally, Mr. Greenberg suggested proposed language regarding the use of the term "At-Large Community" in Article XI, Section 2.4.j.1 of the proposed Bylaws. See http://forum.icann.org/lists/bylaws-amend-al-director/msg00005.html.

ANALYSIS AND RECOMMENDATIONS

Length of Term

There has been substantial comment in support of the AFRALO proposal that the first voting director selected by the At-Large Community should have a 42-month term prior to the first regular term of Seat 15. However, there are many practical problems raised by this proposal. The regular terms of all other Board members are limited to three years, and the argument that a director selected by the At-Large Community would require more than three years to become acclimated to his or her position is counter to the expectation placed on all other members of the Board. The six-month vacancy term here is not for a transition to acclimation to the Board, but a time for transitioning the seat onto a regular term cycle.

The basic concern raised by many of the commenters regarding the six-month vacancy term is a practical concern – the selection process is detailed and time consuming, and it is impractical to require the At-Large Community to run through the entire process for only a six-month term and immediately re-initiate the process to identify a selection for the regular three-year term. In addition, no director serving for only six months can be expected to become familiar enough with the work of the Board to perform as a fully effective Board member. In addition, turnover of Board members creates additional strain on the Board in comprising its committees. These concerns are not trivial.

Mr. Greenberg noted that there is a practical solution to this issue that does not require the creation of a 42-month 'transitional' term. In the 2002 re-structuring of the ICANN Bylaws, one of the seats selected by the ccNSO was – with the same language as proposed here – created with approximately a six-month vacancy term prior to the commencement of the regular term. The ccNSO determined that the person selected for the vacant term would then serve in the first regular term for the seat. Tijani Ben Jemaa, in comments provided by the ALAC Executive Committee after the close of the Public Comment period, also notes that the selection committee here could decide that the first selection process (currently proceeding) will identify a person to serve in the six month vacancy as well as the first regular term.

Under either the AFRALO proposal or the Greenberg/Ben Jemaa approach, the result is that the first Director selected by the At-Large Community will serve for 42 months total prior to a new selection process needing to be run. Because the result is the same, it is more appropriate to follow the Greenberg/Ben Jemaa approach, and not change the proposed Bylaws to accommodate the AFRALO proposal due to the other complexities that the adoption of the proposal could raise. To help effectuate this, at the time of adoption of the proposed Bylaws, the Board can specifically authorize and recommend to the At-Large Community that, based on the overwhelming sentiment raised in public comment and the Board's concerns of quick turnover of membership, that the At-Large Community's selection to fill the vacant term for six months can appropriately continue to serve in the first regular term of Seat 15 without the re-initiation of a Board selection process. Such an explicit mention may also address concerns as raised by Mr. Ben Jemaa that such continuous service should not be seen as an "internal" arrangement by the ALAC.

Use of Transition Article

One commenter suggested that the vacant term should be placed within the Transition Article of the Bylaws. This is approach is not recommended. The Transition Article is primarily to define the transition between the pre- and post-2002 ICANN Bylaws and Board system. While a minor use of the transition article was required in the GNSO Improvements process, transitory clauses have been inserted into other portions of the Bylaws without modification of the Transition Article, such as the recent SSAC amendments at Article XI, Section 2.2b.

In addition, the proposed Bylaws language defining the vacant term and commencement of the regular term of Seat 15 should not be altered, as the language proposed mirrors other language in the Bylaws for the creation of vacant terms followed by regular terms for Board seats.

The comment received noting the unnecessary use of the word "first" in the phrase "first regular term" is well taken, and that word will be deleted from the version presented for Board approval. In addition, the comment that the current wording requires the At-Large Community to make a selection at the conclusion of the 2010 Annual General Meeting is well taken. The proposed Bylaws language will be clarified to allow for advance selection for the term commencing at the conclusion of the 2010 AGM.

ALAC Involvement in Selection Process

No changes to the proposed Bylaws are required to respond to the comment regarding the need to return to the pre-2002 "public" board seats. The proposed Bylaws amendments specifically state that the At-Large Community shall select the Director for Seat 15. The ALAC is charged with coordinating with the Regional At Large Organizations (RALOs) for making a selection "by the At-Large Community." In no way does this equate to the ALAC as the only source for candidates, or the only

body with a voice in the selection. The Board Governance Committee, in coordination with the Structural Improvements Committee, reviewed the proposed process for selection of a voting member by the At-Large Community specifically for risks of capture, and concluded that any risks of capture were low. See http://www.icann.org/en/minutes/minutes-bgc-20may10-en.htm. Mr. Auerbach's comments also reflected on the work of the ALAC Review Working Group, however, the genesis of the current work to create a Seat 15 selected by the At-Large Community is the implementation of a recommendation arising out of the Board Review Working Group. See http://www.icann.org/en/minutes/minutes-27aug09-en.htm.

Because the ALAC's role is one of coordination, Mr. Greenberg's proposed language requiring the selection process to be defined in the ALAC's Rules of Procedure is not appropriate for adoption.

Section 4.2 – Multiple Service and Recusal

The omission of the ALAC from the prohibition of multiple service on the Board (Article XI, Section 4.2) was intentional. As directed by the Board's resolution, the seat on the Board of Directors is not a seat allocated to the ALAC, but a seat selected by the At-Large Community. Particularly because there is no direct mapping of a Director to an ICANN Advisory Committee, forbidding cross membership between the Board and the ALAC would likely raise the question of forbidding cross membership between the Board and any executive council of an ICANN Advisory Committee. Such a change has not been considered or recommended, and introducing such a change here would expand the proposed amendments beyond the minimum necessary to achieve the recommendation as approved by the Board. As a result, staff does not recommend any change to the Bylaws based upon this comment.

Section 4.2 also addresses candidate participation in the selection process, and requires recusal of persons "nominated to be considered for selection by [a] Supporting Organization Council or the At-Large Community to be a Director" from participation in the selection process. A comment was received recommending substantial modification to these recusal procedures tailored specifically to the form of the selection process recently approved by the At-Large Community. No changes are needed to the Bylaws as posted to address this comment.

The current reference to the "committee designated by the At-Large Community" provides flexibility to the At-Large Community to change the design of their selection process without the requirement of seeking a change to the Bylaws regarding the recusal provision. For example, if the ALAC was not part of the final vote in a future iteration of the Seat 15 selection process, and a separate committee was comprised for that purpose, the modification proposed by the commenter would *not* exclude a member of that selection committee from being a candidate for selection. In addition, the inclusion of such ALAC-specific language could be

perceived as counter to the Board's direction that this be a seat selected by the At-Large Community and raise the prominence of concerns such as Mr. Auerbach's.

To the extent the commenter noted the ineffectiveness of the provision within Section 4.2 that the Nominating Committee could replace an appointee if he or she were excluded from the selection process, while the practicality of replacement is a noted concern, this Bylaws amendment process is not the proper place to raise suggestions regarding Nominating Committee processes.

Regarding the comment regarding the inapplicability of the use of the term "nominated to be considered for selection" to the process designed by the At-Large Community should not serve as a grounds for creating separate language applicable to the Sponsoring Organization selections and the At-Large Community selections for Board seats. The uniformity of the language in the Bylaws should be maintained, and the At-Large Community can clarify within their selection processes that any method by which a person becomes a candidate for selection is considered a "nomination" for the purpose of this Bylaws section.

Finally, the commenter noted that the reference to "the committee designated by the At-Large Community relating to the selection" is unclear, as it could refer to the team *designing* the selection process, the committee identifying the slate of candidates, or the group identified to *vote* on which of the persons on the slate will be selected as the Director. However, the remainder of the section, stating, "until the . . . committee designated by the At-Large Community has selected the full complement of Directors it is responsible for the selecting" provides direction that recusal is only required by those serving on a committee responsible for selection/voting on directors. Within the At-Large Community selection process currently designed, there are *two* such committees – the slating committee and the group taking the final vote. Therefore, the term "committee designated . . ." should be changed to "committee(s) designated" to account for where there may be more than one committee responsible for slating and/or voting.

NEXT STEPS

This summary and analysis will be presented to the Board for consideration at its meeting on 28 October 2010, along with the proposed Bylaws amendments incorporating modifications based upon comments received. Because of the minor changes to the proposed text, Staff will recommend that the Board approve the proposed Bylaws without the initiation of a further public comment period.

ATTACHMENT TO SUMMARY AND ANALYSIS OF PUBLIC COMMENT
Compilation of Public Support for Comments on the Proposed Bylaws Amendments submitted by AFRALO and Alan Greenberg

AFRALO Comment on the ICANN Bylaw amendment

- *To*: <bylaws-amend-al-director@xxxxxxxxx>
- *Subject*: AFRALO Comment on the ICANN Bylaw amendment
- *From*: "Tijani BEN JEMAA" <tijani.benjemaa@xxxxxxxx>
- *Date*: Wed, 14 Jul 2010 17:07:16 +0100

English below

Tout en étant conscients de la nécessité d'une synchronisation du mandat du nouveau Directeur du Board sélectionné par At-Large avec ceux des autres directeurs sélectionnés par les SOs, nous, les représentants des ALS Africaines, et au nom d'AFRALO, nous considérons qu'un mandat de 6 mois ne peut être suffisant pour qu'un directeur puisse entrer dans le processus et se familiariser avec le travail du conseil d'administration.

Nous proposons alors que le Directeur soit nommé pour une période transitoire de 42 mois (3 ans et demi), au lieu de la période transitoire de 6 mois. Cette période de 42 mois satisferait la condition de synchronisation avec les mandats des autres directeurs des Sos et permettrait au nouveau directeur de remplir effectivement son rôle de la manière la plus efficace.

While recognizing the need to synchronize the term of the new Board Director selected by At-Large with those of the other Directors selected by the SOs, we, representatives of the African Alses, and on behalf of AFRALO, we consider that a term of six months couldn't be sufficient for a director to enter into the process and become familiar with the work of the board of directors.

We propose that the Director is selected for a transitional period of 42 months (3 years and a half), instead of the transitional period of six months. This period of 42 months satisfies the condition of synchronization with the terms of the other directors of Sos and allow the new Director to perform effectively its role in the most efficient way.

We propose the following modification to the proposed amendment:

g. The regular term of Seat 15 shall begin on the day six months after the conclusion of ICANN's annual meeting in 2010 and each ICANN annual meeting every third year after 2010. (Note: to avoid that Seat 15 remains vacant prior to the regular term, the first (transitional) term of Seat 15 shall begin at the conclusion of the ICANN annual meeting in 2010 and ends on the day six months after the conclusion of ICANN annual meeting in 2013. Until the conclusion of the ICANN annual meeting in 2010, there will be a non-voting Liaison appointed by the At Large Advisory Committee who shall participate as specified at Sections 9(3) and 9(5) of this Article.)

Tijani BEN JEMAA
Vice Chair
AFrican Regional At-Large Organization (AFRALO)

Comments received on At-Large mailings lists:
Submitted by Baudouin Schombe on 12 July 2010 on Afri-Discuss mailing list:
Hello all

In relation to sections 9 (3) and 9 (5) of this section of ICANN Bylaws, the proposal of three years is understandable. But what I would like to know if the three years proposed are justified.

Anyway, I support the proposal.

Bonjour à tous

En rapport aux sections 9(3) et 9 (5) de cet article de Icann ByLaws, la proposition de trois ans peut se comprendre. Mais ce que j'aimerai aussi savoir si les trois ans proposés sont justifiés.

De toute façon, je soutiens la proposition.

(Note: to avoid that Seat 15 remains vacant prior to the regular term, the first (transitional) term of Seat 15 shall begin at the conclusion of the ICANN annual meeting in 2010 and ends on the day six months after the conclusion of ICANN annual meeting in 2013. Until the conclusion of the ICANN annual meeting in 2010, there will be a non-voting Liaison appointed by the At Large Advisory Committee who shall participate as specified at Sections 9(3) and 9(5) of this Article.)

SCHOMBE BAUDOUIN
COORDONNATEUR DU CENTRE AFRICAIN D'ECHANGE CULTUREL (CAFEC)
COORDONNATEUR NATIONAL REPRONTIC MEMBRE FACILITATEUR GAID AFRIQUE GNSO
and NCUC MEMBER (ICANN)

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Submitted by Fatimata Seye Sylla on 12 July 2010 on Afri-Discuss mailing list:
Merci Tijani,
C'est exactement ce que nous avions demande. / This is exactly what we have asked for.
Thanks,
Fatimata
**

Submitted by Carlton Samuels on 16 July 2010 to ALAC-Internal mailing list:
+1. I would recommend it to LACRALO as well.
Carlton
**

Submitted by Carlos Aguirre on 16 July 2010 to ALAC-Internal mailing list:
Me too.
Carlos Aguirre
**

Submitted by Patrick Vande Walle on 17 July 2010 to ALAC-Internal mailing list:
FWIW, i support the AFRALO statement, too
Best regards,
Cordialement,
Patrick Vande Walle
**

Submitted by Fouad Bajwa on 17 July 2010 to ALAC-Internal mailing list:
You have my support too :o)
All is well!
Fouad
**

Comment on proposed At-Large Director Bylaws

- *To*: bylaws-amend-al-director@xxxxxxxxx
- *Subject*: Comment on proposed At-Large Director Bylaws
- *From*: Alan Greenberg <alan.greenberg@xxxxxxxxx>
- *Date*: Sun, 15 Aug 2010 18:16:08 -0400

Comment on Proposed Bylaws Amendment to Add a Voting Director from the At-Large Community to the ICANN Board of Directors

The following comments are submitted on my own behalf and do not necessarily represent the views of the ALAC.

ARTICLE VI, Section 4(2)

There are several problems or possible problems with this section.

- The first sentence refers to people who serve on an SO Council but makes no reference to the ALAC or the At-Large Community. The second sentence starts with "If SUCH person…" and lists prohibitions. Since the backward reference does not include ALAC or At-Large, a person occupying one of those roles would be subject to no such prohibition. Also note that the selection rules adopted by the ALAC include people as voters who are not sitting on the ALAC (specifically the chairs of the RALOs) and as such would also not be subject to any prohibitions if they were "nominated".

- The term "nominated" is not strictly correct, since the process identified by the ALAC is for the person interested in the position to submit a Statement of Interest. The wording is relevant because it is important to differentiate the At-Large process from the Nominating Committee process where a person who is "nominated" fills the seat instead of standing for a further selection/election.

- The section makes two references to "the committee designated by the At-Large Community relating to the selection of …". It is unclear if this is referring to the Board Candidate Evaluation Committee (BCEC) which creates a slate of candidates for later voting, the At-Large Board Selection Design Team (ABSdt) that has designed and will oversee the process, the ALAC plus the five RALO Chairs who do the actual voting or some combination of these.

- I note that the replacement provisions for both SO and ALAC have no effective meaning for Nominating Committee appointed people, since the Nominating Committee does not traditionally operate to replace people in such temporary and partial circumstances. Although this has a potential impact of selection processes for both the ccNSO and the GNSO, the possible impact on the ALAC is larger since 1/3 of the ALAC members are appointed by the Nominating

Committee. Arguably far more important from an At-Large perspective, this disenfranchisement impacts the regional balance that is carefully safe-guarded in At-Large processes.

To address all of these issues, I would suggest that all of the new text in ARTICLE VI, Section 4(2) be eliminated and a new section be added following ARTICLE VI, Section 4(2) and preceding the current ARTICLE VI, Section 4(3).

> No person who serves in any capacity (including as a liaison) on the At-Large Advisory Committee, or who holds the position of chair of a RALO, shall simultaneously serve as a Director or liaison to the Board. If such a person submits a Statement of Interest to be considered as a candidate for Board Seat 15, the person shall not, following such submission, participate in any discussion of, or vote by the At-Large Advisory Committee, RALO chairs or any of the constituent At-Large Advisory Committee sub-committees relating to the selection of the person to hold Board Seat 15 until the selection process has been completed. In the event that a person serving on the At-Large Advisory Committee, or who holds the position of chair of a RALO, submits a Statement of Interest to be considered as a candidate for Board Seat 15, the RALO for the region that the person represents may select a replacement for purposes of the Committee's selection process. In the event that a person is serving as a Liaison to the At-Large Advisory Committee, the group or entity that selected the person may select a replacement for purposes of the Committee's selection process.

ARTICLE VI, Section 8(1.g)

Unlike the other subsections in this section, the proposed addition includes both steady-state provisions and transition details.

The word "first" is not appropriate or needed since based on the sentence structure, it would apply to all successive terms as well. I would suggest that this subsection follow the wording of the subsections for the other seats, adjusting for one seat instead of two:

> The regular term of Seat 15 shall begin on the day six months after the conclusion of ICANN's annual meeting in 2010 and each ICANN annual meeting every third year after 2010" and move the rest to Article XX Section 7(5).

That being said, the transition terms presently in this section are problematic.

- It says that "the At-Large Community shall, through a process coordinated by the At Large Advisory Council, make the selection of a Director to fill Seat 15…" I presume that "At Large Advisory Council" should be "At-Large Advisory Committee". Regardless, I would propose that the process for making the selection belongs not here or in the Transition Articles, but rather in the Bylaw section on the ALAC as is the case with the SO positions (see Article X, Section 3(6) for the GNSO).

- The "At the conclusion…" wording implies that the process to select the Director to fill Seat 15 should take place after the conclusion of the annual meeting. That could significantly delay the seating of the selected Director. It would be far preferable if the requirement was that the selection take place following the approval of these Bylaws to allow the new Director to be

seated at the conclusion of the Annual meeting as is the norm for other Directors who are seated at this time.

I propose a new transition subsection: **Article XX, Section 7(5.e)**:

> After adoption of these Bylaws prior to the ICANN 2010 annual meeting, the At-Large Advisory Committee shall, according to its procedures referenced in Article XI, Section 2(4.j.1), ensure that a selection is made to fill Seat 15 on the Board with a term to conclude upon the commencement of the first regular term specified for Seat 15 in accordance with ARTICLE VI, Section 8(1.g) of the Bylaws, and shall give the ICANN Secretary written notice of such Selection.

Article XI, Section 2(4.j.1)

"by the At-Large Community" in this section is largely redundant and potentially conflicting with "working in conjunction with the RALOs" in Section 2(4.j). Also, there is no mention of the process which is to be used, and I would suggest wording to address this be consistent with Article X, Section 3(6) on the GNSO.

I specifically suggest that the proposed:

> Making a selection by the At-Large Community to fill Seat 15 on the Board. Notification of the At-Large Community's selection shall be given by the ALAC Chair in writing to the ICANN Secretary, consistent with Article VI, Sections 8(4) and 12(1).

Be replaced with:

> Making a selection to fill Seat 15 on the Board. Selection procedures are defined in the ALAC Rules of Procedure. Notification of the At-Large Community's selection shall be given by the ALAC Chair in writing to the ICANN Secretary, consistent with Article VI, Sections 8(4) and 12(1).

Length of the First Term

There has been significant discussion within At-Large regarding the very short length of the first term, specifically the 6-month term proceeding the first regular term. I do not believe that this requires any explicit action of the Board or modification of these Bylaws, as I believe that it is within the power of the ALAC to decide that the first selection process will identify the person who will serve both the first (6-month) term as well as the following first regular term. There is a precedent to this in how the ccNSO filled their first Board seat.

Comments received on At-Large mailings lists:

Submitted by Tijani Ben Jemaa on 16 August 2010 to ALAC Working mailing list:
Length of the First Term

There has been significant discussion within At-Large regarding the very short length of the first term, specifically the 6-month term proceeding the first regular term. I do not believe that this requires any explicit action of the Board or modification of these Bylaws, as I believe that it is within the power of the ALAC to decide that the first selection process will identify the person who will serve both the first (6-month) term as well as the following first regular term. There is a precedent to this in how the ccNSO filled their first Board seat.

Yes, right, in case nobody claims to apply the bylaws and organize a new selection for a new director. If all the At-Large community agrees on the continuation of the first director for the regular term, your proposal will work as it worked for the ccNSO. I think that the majority of the At-Large people involved, or who expressed themselves on this particular issue wanted it clearly mentioned in the bylaws, not arranged internally by ALAC.

Tijani BEN JEMAA

Alan Greenberg's reply:

I don't disagree. It is unfortunate that this relatively widespread feeling was not reflected in formal comments posted where the only comments are from Africa.

I made that comment because I think that it is unlikely that they will change the terms since there is a precedent where they used terms very close to ours for the ccNSO. Additionally, there *may* be some issues related to a single term longer than three years.

By putting this comment there, it is forcing the issue that it receive legal review during the comment analysis process. We then need to back this up by the ALAC taking formal action.

In any case, the majority of my comment focused on some very real issues that I hope will be acted upon.

Alan

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Submitted by Evan Leibovitch on 16 August 2010 to ALAC Working mailing list:

I'm generally OK with your changes except one.

In the change to Article XI, Section 2(4.j.1) you propose eliminating the reference to selection by "the At-Large Community". Even though the procedures are maintained by ALAC it must remain clear that this is to be a community-wide process, and not just something done by ALAC on behalf of community. I think it needs to stay, as a reminder to all that:
1) The bylaw is making a distinction between formally defined "ICANN At-Large" and the broader community-at-large

2) This is not just an ALAC process, it is one that must include the view of the entire At-Large infrastructure

Keeping the phrase "At-Large Community" intact will dissuade furture ALACs from considering change its RoP so to shut out the RALOs and ALSs from the process.

So I'd modify your suggested change to this clause a little:

Making a selection to fill Seat 15 on the Board. Procedures for selection by
the At-Large Community are defined in the ALAC Rules of Procedure.
Notification of the At-Large Community's selection shall be given by
the ALAC Chair in writing to the ICANN Secretary, consistent with
Article VI, Sections 8(4) and 12(1).

Evan