



Via Electronic Mail: [comments-draft-new-bylaws-21apr16@icann.org](mailto:comments-draft-new-bylaws-21apr16@icann.org)

May 20, 2016

Google appreciates the opportunity to comment on the draft Internet Corporation for Assigned Names and Numbers (ICANN) Bylaws. Google depends on ICANN to perform both the Internet Assigned Number Authority (IANA) functions and its broader policy-making duties in a way that preserves the underlying security, stability, interoperability, resiliency, and openness of the global Internet. For this reason, we have long supported the National Telecommunications and Information Administration's (NTIA) proposal to transition its stewardship role over the IANA functions to the global multistakeholder community, and are pleased at the progress that ICANN and the global community has made towards this transition.

As one important element of this transition, the global Internet community came together to propose a series of reforms to ensure that ICANN would be truly accountable to the community after the IANA transition took place and that, among other things, ICANN would not be vulnerable to "capture" by a government or group of governments. The final transition proposal, which is currently being reviewed by NTIA, meets these criteria, and we applaud the community's effort.

The draft ICANN Bylaws largely reflect the community's proposal and improve ICANN's accountability to the technical experts, members of civil society, companies, and users who have and will continue to drive the Internet's incredible growth. In particular, Google welcomes the document's improvements to transparency and incorporation of safeguards to ensure that no single stakeholder or group of stakeholders is able to exert undue influence over ICANN processes.

At the same time, Google recommends certain modifications to Section 1.1(d) to ensure that the Bylaws reflect even more completely the community's proposal. This section contains language on "grandfathering" agreements so that they are not challenged on the basis of exceeding ICANN's mission, which is more explicitly limited by the draft new Bylaws.<sup>1</sup> Section 1.1(d)(ii)(A), which applies to registry and registrar agreements, is a faithful reflection of the CCWG-Accountability proposal. However, Sections 1.1(d)(ii)(B) through (E) contain forward

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<sup>1</sup> Draft of the Bylaws for Internet Corporation For Assigned Names and Numbers, 20 April 2016 (Draft ICANN Bylaws), at 2, *available at* <https://www.icann.org/en/system/files/files/proposed-new-bylaws-20apr16-en.pdf>.

references to documents that have either not been finalized or were not included in the ICG-Stewardship and CCWG-Accountability proposals.

To avoid possible uncertainty and instability in the administration of the new Bylaws, we believe that it would be advisable for Sections 1.1(d)(ii)(B)-(E) to be removed from the Bylaws at this time. Seeing as how these agreements have not yet been finalized and the community has not yet had an opportunity to participate in the bottom-up process to draft and approve these particular documents, the time is not yet ripe to reference them in the Bylaws that we expect will be adopted in short order.

Subject to this modification, Google welcomes the draft ICANN Bylaws as a key step in strengthening and preserving the multistakeholder processes and institutions that have enabled the open Internet to flourish and drive economic and social growth around the world.

Sincerely,

A handwritten signature in black ink, appearing to read "Hibah Hussain". The signature is fluid and cursive, with a large initial "H" and a long, sweeping underline.

Hibah Hussain

Google Inc.