

**GNSO
Operations Steering Committee (OSC) GNSO Council Operations Work Team
09 September 2009 at 16:00 UTC**

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<http://audio.icann.org/gnso/gnso-council-ops-20090909.mp3>

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Participants on the Call:

Ray Fassett

Wolf-Ulrich Knoblen

Avri Doria

Ron Andruff

Eric Brunner Williams

Ken Stubbs

Staff:

Julie Hedlund

Glen de Saint Gery

Apologies:

Robin Gross

Ray Fassett: Okay Glen would you like to take a roll call?

Glen DeSaintgery: Yes certainly on the call we have Ray Fassett, Ron Andruff, Wolf-Ulrich Knoblen, Avri Doria and we have regret from Robin Gross. For staff we have Julie Hedlund and myself, Glen DeSaintgery thank you Ray.

Ray Fassett: Okay thank you Glen. All right so we're going to hit the ground running on the rules of procedure document today we left off on section. We had completed through Section 5.1 at the last call.

I have some edits or nits on some additional sections that I don't think will take us much time to go through. These are already highlighted in the document and I foresee us today spending the bulk of our time on Section 4.1

and Section 16 and a new potentially new Section 17 that speaks to email voting.

So with that said I would like to ask if there's any other sections besides the ones I've identified with some minor edits that anyone would like to discuss. Between 5.2 and 17 or the new Section 18? Anything?

If not I would like to go right into 5.2 and I think everybody can see what I've proposed as, and it's not that the language is exactly right. But just, you know, the concepts behind it.

Can everybody see those edits, mine show up in green?

Wolf-Ulrich Knoben: I didn't have the chance to read it right now but I'll look at it yes.

Avri Doria: This is notice of meetings?

Ray Fassett: Yes 5.2 notice of meetings.

Avri Doria: Yes mine are in purple.

Ray Fassett: Oh yours are in purple okay. So again minor things, there was a part put in there that had to do with also posting the notice of meetings to the social techs workspace. The only issue I had there was, you know, we may not be using social techs workspace in the future.

So try to make that more generic which is why there's a last line now that says advanced notice shall also be posted to other council work spaces where practical, something like that.

Ron Andruff: I think that makes sense I think but I would suggest, you know, it's a very small matter. That work and spaces would be in lower case I think in that case.

Ray Fassett: Yes good point yes.

Ron Andruff: Otherwise that looks like it's determining some specific thing.

Ray Fassett: Yes yes.

Julie Hedlund: Ray this is Julie I've noted that I've made that change.

Ray Fassett: Great and then on the very next paragraph it says something about all reports of proposed declarations and I just did not understand what that meant. What is a declaration?

Ron Andruff: Avri?

Avri Doria: I have no idea, I mean the things that get posted are motions.

Ray Fassett: Yes.

Avri Doria: But those are usually seven days in advance although if you guys want to move it to 14, I think there's a lot of people that would appreciate that from one extent as they have more time to think about it. From the other extent though getting them done 14 days in advance will hurry people. But we have motions and I guess that's about it. I mean there's also statement of interest updates but those can happen at any time including during the meeting so.

Ron Andruff: This is Ron does a council member propose a motion to the council?

Avri Doria: Yes.

Ron Andruff: They do they come and say oh we've got something we want to talk about, we're proposing a motion for the next meeting?

Avri Doria: No not that would be...

Ron Andruff: Come about as a result of a...

Avri Doria: Right that would be an agenda item and certainly, you know, council members do suggest agenda items. What I do now is certainly send out a email I mean first of all Chuck and I and Glen talk about it and there's a certain number of things that go on the agenda.

Then I'll get in touch with all of the council members that are acting as liaisons to a work group. And ask if there's anything that needs to be on the agenda. I'll also ask, you know, the staff members that are working with the various groups is there anything that needs to be on the agenda.

Then after the agenda goes up asking, you know, the membership, you know, here's the agenda is there anything that needs to be added? And then , you know, I'll update it, through the week before the meeting as needed. And then we basically do a quick review of the agenda at the beginning of the meeting and then proceed on that agenda.

And the draft agenda has to be up at least seven days before the meeting at the moment. But that's sort of the process I've been following.

Ron Andruff: With that being the case then I would make a recommendation that we change that to reports and we just we can just say reports should be submitted. Or we could put reports and motions, but the word declaration I agree.

I think this is old language that came from a long time ago. Because the only declarations that I ever hear of are when the GAC makes a declaration at the end of their -- they used to read that report and often it was a declaration. But that was the only thing that I've ever heard is a declaration.

Ray Fassett: Yes what do you think is referred to by reports?

Avri Doria: Anything that's to be discussed during the meeting. For example, you know, if some, if a report comes out of a working group for, you know, if the staff is doing an issues report or something like that. To get on the agenda just like motions they at this point they have to be postable seven days in advance.

Ray Fassett: Okay so I think maybe I like the idea Ron has having it reports and motions should be submitted.

Ron Andruff: Yes.

Wolf-Ulrich Knoben: Yes.

Ray Fassett: And changing it in the latter half of the sentence as well. Okay.

Julie Hedlund: Yes this is Julie I've made that change.

Ray Fassett: Okay and then the third paragraph all I did was is in any given year just so that it makes sense to me. So say the time of the meetings may vary to accommodate the different geographic regions.

Ron Andruff: Agreed.

Wolf-Ulrich Knoben: Okay.

Avri Doria: You might want to change that "may" to "should."

Ray Fassett: The time of the meetings may vary to should accommodate?

That's a...

Avri Doria: Okay I'm just I mean with people around the world.

Ray Fassett: Yes well what do others think?

Ron Andruff: Oh I just think leave it ambiguous.

Ray Fassett: Okay all right so my next one is 5.4. I just have a question there under council initiation what does that mean? What is that?

Wolf-Ulrich Knoen: It should be initiation of a PDP that's what I understand. Nothing else.

Avri Doria: Certainly annex A is the PDP process.

Ron Andruff: But then that's when it should say council initiation of a PDP? And actually spell PDP out.

Avri Doria: Right.

Ray Fassett: Council initiation...

((Crosstalk))

Ron Andruff: On the development process.

Avri Doria: On this one there is this whole ambiguity and I think the PDP working group is probably working on it. That whole working team is working on it, is there is requesting and issues report and all the ways in which that happens which in some sense is the is the first part of the PDP process. But you actually don't start a PDP until after the issues report and you vote to do a PDP or not.

So in picking this you might want to pick a word, you know, so initiating the PDP process may actually be the way you want to say it. As opposed to starting a PDP.

Wolf-Ulrich Knoben: Yes, Wolf speaking. That's what I understand from this two as well and then so far as I understand the PDP process right now. Is at first an initiation of the PDP process that's fine. But why not, you know, you could read from this paragraph that the issue reports may have been delivered already.

Ray Fassett: Or maybe we can say that upon receipt of an issues report.

Avri Doria: Well, both issues reports and initiating the PDP have their own defined thresholds.

Ray Fassett: Okay.

Avri Doria: And there's three different, I believe there's three different thresholds. One for initiating the requesting the issues report if it's done by the council. And then one to initiate a PDP if it's declared in scope and one for initiating a PDP if it's declared out of scope.

Ray Fassett: Okay well let me take one step back. What is this sentence "council initiation," what's it even doing under this 5.4?

Julie Hedlund: This is Julie Ray it was that's where it was before.

Ray Fassett: Yes.

Ron Andruff: But what it is supposed to, what are we trying to achieve here because assuming the title is the number of votes cast?

Ray Fassett: I'm thinking we just delete it.

Avri Doria: Or you just say policy development process defined in. It's a bylaws thing so you just make a reference to it.

Man: But again I'm kind of following Ray's lead on this one, I'm not sure where the PDP would fit under the heading of number of votes cast, is there some logic for that?

Ray Fassett: Yes.

Man: Below that? No.

Ray Fassett: I think...

Julie Hedlund: This is Julie, actually I think the logic was that the number of votes cast has varying thresholds I think as Avri just mentioned depending on, you know, the various processes. The way it's difficult here because the way it read before all of the language that is now currently wrapped up in Annex A The Policy Development Process was here.

And so you had this sentence that said. "To pass the motion must obtain the majority of the votes cast (unintelligible)." And then, you know, except in the following cases and then it listed each case ,council initiation this is, you know, this was, you know the process vote of the council, this was the process and so on.

But since we're not duplicating the language that's in the bylaws with respect to the PDP and because, you know, that working team is still working on that language we're simply referencing. So I agree it's confusing.

It's just that when you're talking about number of votes cast it varies thresholds vary depending on the process as I understand it. And Avri please correct me if I'm wrong.

Ron Andruff: Well that just brought home some clarity to me in this. Maybe that whole section of each one of those bullets, council initiation, vote of council,

taskforce, council report, agreement of council should just be at least set in a little bit.

So you recognize that that's a list because until you just said the Julie I didn't catch that. I didn't catch the colon at the end of the following cases. So that might clarify that and in that case we could make this council initiation of a policy development process.

Ray Fassett: Yes I don't know if council can initiate a policy development process.

Avri Doria: Yes.

Ron Andruff: Yes they can or yes...

Avri Doria: Who else, I mean basically okay it depends on how, first of all policy development process and I know I said it myself is actually redundant. Because it's policy development process process so PDP process but anyway. But and the wording is really confused.

There are many ways to initiate to request an issues report -- board advisory committee, or council. If board requests it then after the issues report the PDP starts automatically. I have never quite understood what would happen if the board requested it and it was out of scope. I think it would still have to happen.

If an AC requests it or the council requests it, then the council takes a vote on initiating the PDP itself.

Ray Fassett: After the issues report.

Avri Doria: After the issues report right. So, almost anybody can ask for issues report. The GNSO has something to say about, you know, what happens if an AC

requests it. But has nothing to say if the board were to request it. But the GNSO definitely initiates PDPs.

Ray Fassett: Well okay yes the process of the PDP I got you.

Avri Doria: And the PDP itself. However, and as I say I haven't been paying attention to the PDP work team. So I don't know if they've been good to us in to define some better terminology. Probably we should check on that.

Ron Andruff: I agree with what Avri said but I think for the purpose of this document and the purpose of this work team.

Ray Fassett: Yes.

Ron Andruff: I would for my part I would be happy if that said council initiation of a policy development process. And then see ICANN bylaws annex in that just continue to have that list as it is. But make it more list like as opposed to paragraph by paragraph.

Ray Fassett: Would you number it, one two three four five?

Ron Andruff: I wouldn't number it I would just indent it, you know, like, you know, two spaces for each one. So that it shows it's clearly a list.

Ray Fassett: Okay after the colon.

Ron Andruff: Yes.

Ray Fassett: Okay I guess I'm okay with that. Anybody else? So it would read council initiation of a policy development process. And it refers to the bylaws and then we indent and make it better understood that it's part of the...

Ron Andruff: I have one other question though chair...

Ray Fassett: Yes.

Ron Andruff: And that is this thing abstentions count as votes cast.

Ray Fassett: Yes I talked about that one, although we can bring it up again.

Ron Andruff: Where did we, just for clarity, I'm sorry to bring it back again but I just I always thought abstention was a lost vote?

Ray Fassett: Yes neutral.

Ron Andruff: Didn't fall, exactly didn't fall for didn't fall against.

Ray Fassett: Yes.

Ron Andruff: But apparently the board...

Ray Fassett: That's what the board follows right is that correct? The board follows an extension votes as a count against.

Avri Doria: Right and an abstention is a non vote is not a vote for and since everything is seen in votes for. You know, but yes it's just a different way of doing a negative vote.

Ron Andruff: Okay well if that's already carved in stone then that's fine.

Avri Doria: Well nothing is carved in stone.

Ron Andruff: Well I mean that from the point of view that it's already been widely used within the organization.

Avri Doria: And basically I mean there is actually I should probably bring this up because this is something that is done in practice that is probably slightly different than the letter of the law.

In practice extensions on PDPs were for essentially conflict of interest reasons. And one had to basically give their conflict of interest reason for abstaining.

It has evolved to the point where you can abstain any time and you can use the fact that you're abstaining to be able to put a statement into the record. So sometimes people will now abstain as opposed to voting against because you can make a statement against that gets put in the record. And that's something that has become practice and I certainly haven't wanted to change practice. But, you know, it isn't codified anywhere and you guys should just know about it.

Ray Fassett: But right now in practice the board does count an extension as vote against right?

Avri Doria: Yes.

Ray Fassett: Okay.

Ron Andruff: Thanks for that background though very helpful.

Ray Fassett: Yes.

Ron Andruff: Well I'm fine with it, as discussed personally and also in the next paragraph where you've included working groups and work team reports. So from my side the 5.4 is good to go.

Julie Hedlund: Ray this is Julie I've noted the changes it now reads council initiation of a policy development process and I've indented that section.

Ray Fassett: Okay.

Ron Andruff: Thank you.

Ray Fassett: I suspect that we may get questioned on that from OSC but we'll deal with that then. 5.5 is my next one, we've deleted the very first paragraph that speak to transmit of minutes to the ICANN secretarius. No need to do that.

Now down below again just some nits I think. One two three fourth paragraph down. If agreement is not achieved the chair will determine the final version of the minutes and will note areas in which an agreement has not been achieved, rather than may. I think they should note that.

Ron Andruff: Agreed.

Wolf-Ulrich Knoben: All right.

Ray Fassett: Okay now in the next two you'll see to the word formal, I took the word out why? Because I think we discussed that if...

Julie Hedlund: Ray I'm sorry this is Julie if I may interrupt.

Ray Fassett: Yes yes.

Julie Hedlund: I as I see it right now we have within and we have a blank number of days of the GNSO council?

Ray Fassett: Oh yes yes missed that one. I missed that one, Wolf -- I put that one back in, Wolf had an issue with that one. He thought that we really should put a number of days in and we really went back and forth on it. And so I just wanted to bring it back up again, I don't think it's a bad idea.

Ron Andruff: Oh no I think a document like this it's always better to have timelines.

Ray Fassett: Yes yes so that's why I put those brackets back in there and I wanted to hear the group again if they had, if they want to just put in a place holder number of days -- five days, seven days.

Ron Andruff: Well I would go back to Avri again what's realistic Avri in terms of, you know, a real peoples' time schedules of being able to bang this thing out after a call?

Avri Doria: I think giving the secretariat five days, five business days to get it out and then. And then since you're going to have a 14 day, first of all you're setting the meetings at a month. You're going to have a 14 day everything's got to be on the record before the meeting.

I think if those minutes, if you back schedule it from they have to be available for 14 days. You've basically got two sets of five working days. So I'd say five working days, not because we can assume, you know, five working days to for the secretariat to get the first draft out and five working days for, you know, everything to be worked out.

And that means that those meetings are available 14 days, you know, and you can even put in a phrase to be available two weeks before the next meeting. And Glen you should speak up if what I say doesn't make sense to you.

Glen DeSaintgery: Yes yes it does Avri.

Ray Fassett: No the issue Ken raised on this is, you know, a meeting in (pick Seoul), okay and it's on a Wednesday and there's travel back from that meeting. And, you know, it may not, you know it might be difficult, you know, to travel to meet the date threshold five days or less.

Avri Doria: Five working days yes.

Ron Andruff: Five business days, five business days.

Avri Doria: Yes.

Ray Fassett: But if we're a couple of five business days I don't have a problem putting that in.

Avri Doria: There, you know there maybe exceptions when people travel.

Ray Fassett: Yes.

Avri Doria: You know, you may want to put in a statement that says, you know, this requirement maybe relaxed, you know, after a face-to-face meeting if necessary, but, you know.

Ron Andruff: Well I think actually Avri the new once the OSC has approved this then it goes to the new council. The new council really have to go back and review all of this stuff and make sure that they're happy and clear on it. Then the council itself can make a modification at that point, could they not?

Avri Doria: I would assume so.

Ron Andruff: Yes I do too. With then, what I guess what I'm getting at, rather than putting a kind of a back door on this number of days in there. I think there's a back door on pretty much all of this. In terms of, you know, potential modification that comes to us. So I would be reluctant to add another sentence in there.

Avri Doria: Okay and no one is going to answer, I just know that, you know, also when Glen does take a vacation right after, you know, if we go to somewhere far off. And therefore, you know...

Ron Andruff: Why don't we go seven business days then at least that will provide effectively...

Avri Doria: Yes...

Glen DeSaintgery: Yes and this, sorry and this is going to happen this time again after Seoul. So I'm warning you.

Ron Andruff: Yes no that's fair, so why don't we say, well make it eight business days then it provides basically a week and a half of time.

Ray Fassett: Okay is that good for now?

Wolf-Ulrich Knoben: All right.

Ray Fassett: All right and I'll just put a footnote in there Glen said it was okay.

Ron Andruff: Exactly a little asterisk.

Ray Fassett: Yes, all right approved by the secretariat. All right so down below then, Julie if you could put that in. And then down below I just took out the word formal and formally. And the reason is I think we decided that there's no one said anything against the minutes. It's just got to be taken as approved.

Right so there is no, there may not be a formal approval of the minutes but instead a default approval of the minutes if you will. So I just took out the word formal.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: Agreed.

Ray Fassett: Okay so my next one is what 5.7?

Wolf-Ulrich Knoben: Five six or something.

Ray Fassett: Oh yes 5.6, 5.6 thanks Wolf. I didn't get that once sentence in there, points of information in normal (unintelligible) I think it might be a headache?

Wolf-Ulrich Knoben: It seems to be yes.

Ron Andruff: That's how I saw it too.

Wolf-Ulrich Knoben: We should have two, maybe two headings, one is point of order and the second one is point of information (normal intervention or so). You know the first two sentences the physical meeting of teams -- a council member may raise a hand and so on. That's referring to point of order.

Ray Fassett: Right.

Wolf-Ulrich Knoben: And then the next ones are referring to the point of information. So it's just editorial. Maybe we put two headings in it.

Ray Fassett: Yes I think that makes sense Wolf so you're saying at the beginning of the paragraph is at a physical meeting so right above that you would put point of order?

Wolf-Ulrich Knoben: Yes.

Ray Fassett: As a sub heading? And then you would pick up points of information and normal interventions. Point of information would be the second one where effectively it is now and then the sentence begins underneath that, we'll add a physical meeting that GNSO council may raise a hand.

Wolf-Ulrich Knoben: Yes.

Avri Doria: I have a question here, we're not how are we defining point of order? Are we defining it as Roberts does and do we need to put that definition in? So the point of order is basically supposed to be given if somebody does something bad during the meeting or says something evil. And, you know, right after they do it, you're supposed to raise the point of order. And how do we define point of order.

((Crosstalk))

Ron Andruff: What's the Roberts definition Avri?

Avri Doria: Okay.

Ray Fassett: Right yes.

Ken Stubbs: Hi it's Ken Stubbs.

Ray Fassett: Hey welcome Ken.

Ken Stubbs: Well thank you I've just been a fly on the wall here. I have a suggestion.

Ray Fassett: Yes.

Ken Stubbs: Is there anything wrong with us referring - using the Roberts rules of orders as a reference? In other words if a specific issue that would normally, that might pop up and if we don't have a specific action defined the default in effect would be the Robert's rules of order.

Is it too complicated that we violated it that many times in the other parts of the council operations?

Avri Doria: I don't think you've violated in this what's written. Certainly there's a lot of common process that violates it. For example the whole notion of friendly

amendment is completely barred in Roberts Rules Of Order. And when I tried to bring that up at the beginning of my term as chair I quickly learned that this is not something I was going to do anything about.

Ken Stubbs: Right I was just trying to say that if we had a reference. If we had an issue that was not covered in the bylaws we could or was not covered in the operating procedures then we could have a default go to that would help resolves some of these issues.

That's the point I'm making, you know, I understand what you're saying but the friendly amendment is, the procedure of friendly amendment is specifically covered under the operations. Whereas here's an example where, you know, it would not be unless we are going to cover every specific thing that could ever happen in a meeting, you know.

Ray Fassett: Could you say something to the fact of best efforts by council members to abide by Roberts Rules something like that.

Ron Andruff: I was asking really about the Roberts Rules themselves. That's standard business practice I'm assuming. The question is, is there something we can point to that is, you know, carved in stone and easy to reference?

Avri Doria: Roberts Rules is the standard but I warn you anybody who really knows Roberts Rules can totally take down a meeting. Especially a meeting of people who don't know them backwards and forwards.

Ray Fassett: Yes.

Avri Doria: With Roberts Rules in hand and I've been in groups that where knowing it backwards and forwards was a necessity. With Roberts Rules of Orders in hand you can dominate a meeting. And make - and I'm not saying you shouldn't and I'm not, I'm just saying, you know, someone who knows it can wield it like a very sharp knife.

Ken Stubbs: Well maybe we could develop some sort of a procedure where if there was an issue we'd have the right to refer to Roberts Rules of Order on a majority vote of the council or something like that.

What I'm trying to think of is issues -- I'll give you an example, years ago, I'll never forget when we first. When I was chair of the council and I cannot remember the fellows name for (EROESPA) but in the middle of the final votes for expansion in the name space. He got up and made a motion that was just so whacky, you know, we sat there for the next ten minutes looking at each other refusing to even acknowledge his motion because nobody knew what to do. (Louie) was out of the room and we didn't have any, you know, no one was willing to step up including myself and say well it's out of order. Because I couldn't tell whether it was out of order or not. And I'm just thinking that, you know, unfortunately these things come up in very very unusual circumstances and I think, you know, the last meeting (Philip Steele) is a perfect example of some crazy things that pop up.

You know, I think we should have some sort of authority to refer to if the body agrees to use that authority, that's all I'm looking at -- trying to do. Maybe it just it's too complex and we just wing it, but, you know.

Avri Doria: As I say I'm comfortable that I won't be chairing, I'm comfortable with it, I've always had, you know, a copy of it in my study fairly near my desk. But yes.

Ken Stubbs: The only other option would be that you could do it the other way around. You could say that the default is Robert's Rules of Order unless a majority of the council agrees that it would not be used for a specific meeting or a specific deal. Then if you had a crazy situation like that, in effect the council could say, you know, we can't deal with it. I don't know maybe I'm just, not trying to throw something into the gears I'm just trying to figure out how you deal with these.

Wolf-Ulrich Knoben: Well, it's Wolf speaking. So I have a question I'm not familiar with those kinds of rules, you call it Roberts Rules? Or what it is?

Avri Doria: It's a book and basically I think it was actually in the last century no two centuries ago.

Wolf-Ulrich Knoben: Okay I assumed that, so since I'm not the only one.

Avri Doria: Right I mean, they are available on the Web.

((Crosstalk))

Wolf-Ulrich Knoben: I wouldn't like to overload these council with a (unintelligible) with some statement - strange statement - for me it's really strange. And then I have to read a book before I can make a point of order for these things. So for my understanding I understood the point of order is something which someone, a council member raises in case there is something, you know, the discussion is going not along these council rules of procedures. That's what I understood.

So maybe that's really different and that's really not the case, but I wasn't thinking okay the council has some order of procedures and if there's something wrong with that, you know, if one councilman doesn't feel really convenient with that because somebody makes something else. You know, not along, so then he can raise the point of order that was my understanding. Is that totally wrong?

Ray Fassett: Well that is, the default assumption Wolf. And then there's the scenario where people use it differently.

Avri Doria: Right it's basically it, I mean in general you're right if the rules were broken. If the rules are broken you can interrupt the debate.

(Eric): (Unintelligible).

Ray Fassett: Is that (Eric) I hear?

Avri Doria: No this is Avri oh I'm sorry.

(Eric): Yes it is.

Ray Fassett: (Eric) is there in the background too okay.

(Eric): Yes I'm sorry I wasn't even sure if I was muted or not. Roberts Rules of Order comes out of the middle of the 19th Century in the United States. And it really is American specific. So as Wolf points out he and others similarly situated will be at something of a parliamentary disadvantage by using a - using that particular reference.

Ray Fassett: Well just real quick, and I don't want to spend too much more time on this. But to Wolf's point could we say a sentence that says a point of order must refer to an aspect of the rules of procedure?

Julie Hedlund: Right this is Julie Hedlund could I make a suggestion along those lines?

Ray Fassett: Yes.

Julie Hedlund: You know, I'm looking at the Rules of Order but if we don't want to reference them then my suggestion would be along the lines of what you're just stating. Is to just simply define here in the operating procedures what we think is a point of order.

In Roberts it is an infraction of the rules or improper decorum in speaking must be raised immediately after the error is made. Now we could say an infraction of the operating rules of procedure. I may not mean referencing these rules or, you know, improper decorum in speaking and so on.

You know, we could use, simply include embed that that definition or whatever definition we like. The same could apply for point of information in the Rules of Order that generally implies to information desired from the speaker. As in I should like to ask the speaker a question. We could simply include whatever definition we feel is appropriate for a point of information.

Avri Doria: That's pretty much what I was suggesting. That we embed the definition.

Ray Fassett: Yes so for point of order we would embed the definition to mean specifically a point of order as it refers to the rules of procedure. Now there could be there could still be some ambiguity there in the next sentence.

The chair will suspend discussion, I mean we could be flexible there, the chair may suspend discussion.

Avri Doria: Well that's pretty much the way it is mostly the chair rules on whether a point of order is in order or not.

Ray Fassett: Yes.

Avri Doria: Now of course what I did with (Philip) was I had to turn over the chair since the infraction referred against me. But someone has to rule on whether there it's an order or not. You know, it was essentially ruled on as in order because it was then discussed.

He could have decided that it wasn't in order but that would have been a mess anyway so he did the right thing. But yes the chair then says nope that wasn't a rule of order it's not sustained it's overruled or they can sustain it.

Ray Fassett: Yes so shall we change the word will to may?

Ron Andruff: I would be inclined to leave it as will because I think it's important that there are very specific instructions and it shouldn't be up to one individual to make that choice or not. Notwithstanding the individuals the chair and if the chair needs to be bound as well if someone calls out a point of order.

Ray Fassett: Okay yes.

Avri Doria: Right yes I mean the chair is bound to let the point of order be spoken whether then they do something about it or not is...

Ray Fassett: Okay yes suspend discussion to hear the point okay that makes sense.

Avri Doria: If someone says point of order you have to let them speak.

Ray Fassett: Yes all right so why don't we just do what Julie suggested a point of order and just do the best we can specifically identify it as needing to pertain to the rules of procedure which is kind of Wolf's point too. All right I don't have the exact language here, do we want to spend time on that now trying to draft that exact language.

Julie Hedlund: This is Julie I have something in if you want. I say a point of order is raised, well immediately, I'm sorry, following the first sentence at a physical meeting et cetera et cetera, GNSO council member maybe speak over dialogues and say immediately point of order.

Point of order is raised when there is an infraction of the GNSO council operating rules procedure or improper decorum in speaking.

Ray Fassett: What is improper decorum speaking mean?

Avri Doria: Not cursing people out.

Ron Andruff: Yes I think that's a standard text. I would I think that's a good short and sweet definition Julie.

Julie Hedlund: And a following sentence could read this must be raised immediately after the error is made, meaning you can't, you know, go onto the discussion and let the discussion go and say oh I wanted to make a point of order, you know, ten minutes ago.

Ron Andruff: Right rather than this it would be the point of order must be raised.

Ray Fassett: Yes.

Julie Hedlund: That sounds good.

Ron Andruff: Yes.

Ray Fassett: Okay so carrying that we're all comfortable with that. Carry that same logic now into point of information. The language would be similar right?

Ron Andruff: Well no, point of information is a different story. Point of information is just engaging in the dialogue that is taking place at that time. So I think the language that is here is fine.

Julie Hedlund: This is Julie I think that a point of information for Roberts Rule of Order just says generally applies to information desired from the speaker. Meaning I would like to ask the speaker a question which is really what is described here I think.

Avri Doria: Yes that we generally do follow.

Ray Fassett: Yes okay are we comfortable with 5.6 now?

(Eric): I have one small remark.

Ray Fassett: Yes (Eric).

(Eric): The by way of guidance for the chair sentence about the three minute limit. I'd like that not to be construed as limiting the council from some standard discussion of an issue. So I would simply add this guidance should not be construed as limiting the council from substantive (sic) discussion of an issue.

Ray Fassett: You want to add that sentence (Eric) after that sentence occurs there, so it finishes with the same speaker on any one issue?

(Eric): Yes.

Ray Fassett: And then you want to add that sentence in there. Would you mind repeating it again?

(Eric): This guidance should not be construed as limiting the council from substantive (sic) discussion of an issue.

Ray Fassett: And then it picks up such discretion should not be exercised for point of information?

(Eric): Yes.

Julie Hedlund: This is Julie I've noted that if others agree?

Ron Andruff: I think it sounds fine from my side.

Ray Fassett: Okay.

Wolf-Ulrich Knoben: Accepted.

Ray Fassett: All right I might have to look at that, but I'm okay with it if you guys are comfortable. Okay moving on to 5.7 are we able to do that?

Okay all I did there was delete the second sentence, it just didn't seem necessary to me.

Ron Andruff: Yes agreed, outdated.

Ray Fassett: Yes okay so then I move all the way to Number 7 which to me is just that same theme whatever task force it is put in working groups and work teams.

Ken Stubbs: Sorry where did you jump to?

Ron Andruff: Where are you exactly? 5.7?

Ray Fassett: No 7 I'm moving all the way to 7.

Ron Andruff: Oh point number 7 so all the rest, 5.8 is we're satisfied with that?

Ray Fassett: Oh I'm sorry, if you want to do, okay let's talk about 5.8 double back to 5.8.

Ron Andruff: Well whatever you'd like chair.

Ray Fassett: No yes let's double back to 5.8 I just want to finish up 7 and 8 real quick. Seven all I did was add a reference to working groups and work teams. Section 7.

Ron Andruff: Agreed.

Ray Fassett: Okay and then on Section 8 same thing -- just adding instead of just saying just taskforce adding working groups and work teams.

Ron Andruff: Very good.

Ray Fassett: Now with that if we're okay we can go all the way back now to 5.8.

Ron Andruff: Okay.

Wolf-Ulrich Knoben: Yes.

Julie Hedlund: Ray this is Julie I just wanted to note that I did add in as a note your suggested language as to why we were not addressing proxies at this point in the process. I'm not sure if that's the appropriate place for it but right now I've stuck it as a place holder after 5.8 proxies.

Ray Fassett: Yes yes that's the language I drafted whether it's the exact right language. The purpose is just capture the spirit that one the work team, you know, I think everybody recognizes including outside of our work team. That the work teams work is going to continue even after this whole meeting.

So all we're pointing out to here is that we do not, it's not reasonable to expect that the proxy voting is going to be completed in time for Seoul so we'll just keep working on that.

Now, that section pertains to 5.8, 5.81, 5.82, 5.82.1, 5.83, 84, 85 everything but 5.88. So when we put in the sentences the note sentence due to the fact language and rules procedure blah blah blah, that has to cover everything except 5.88. That make sense?

Ron Andruff: Yes I'm just going through it. But I'm just wondering what is the issue on proxies that we are stuck with that we cannot resolve for a month?

Ray Fassett: Yes my understanding on that is, there -- the last time the issue of proxy voting was brought out, not that long ago. It took 18 months just until finally getting I think council ICANN staff council review. And then after all that it wasn't even accepted. That's the quickest read that's been brought to my

attention. I did not follow that at all but that's what was brought to my attention. Maybe Avri knows or others know.

Avri Doria: There were lots of little issues like there's conflict of interest. And so what happens if there's I have conflict of interest in an issue but should my constituency have to lose its vote on this issue just because I have a conflict. Or can I pass off my proxy to them.

Ray Fassett: Right.

Avri Doria: And that was it is I think still a somewhat sticky situation and, you know, in terms of (unintelligible) there's definitely differences of opinion on that one. And I don't remember all the cases at the moment but there were quite a few complicated cases.

What happens if you leave a meeting, what happens if you intentionally leave a meeting and come back? It's difficult.

Ray Fassett: Yes right and I want to stress too we can continue to work on this, you know, this section. All we're saying here is that we are not anticipating it being completed by the time the Seoul in addition to the fact that it's not necessary to seat the council.

So we're recognizing the duration that this section is going to require. Including probably, real quick though -- then I'll let Ken -- including the fact that the work team that works on this. Whether it be us or some new group that forms and taking our spot.

They're going to have to really get up to speed on what that whole process was and understand all the issues before just starting the wheel all over again, you know. So I think there's just quite a bit of time here. But the purpose is not to say we're not going to work on it, the purpose is simply to say where it's just not going to be ready by Seoul.

Ron Andruff: That's fine I just was asking for the background of that thing.

Ray Fassett: Yes. Ken?

Ken Stubbs: Yes I'm sorry I'm somewhere, we were talking about conflict of interest. I can give you a couple of issues that I would have some concern with. First of all I guess we would have to define exactly what a conflict of interest is because any vote taken by a contracted party house on amendments which could affect members of that contracted party.

Technically could be there could be grounds for some sort of conflict of interest yet by definition that's why they're there and that's why they're represented in. In the case of a specific individual, let me give you an example because I can remember examples when I was chairman at quorum we were talking about expanding name space and stuff like that and there was a lot of pressure for me to not vote on the issue.

And in the case of the registry constituency all of the votes that are given by representatives of the registry constituency are in fact mandated to the representative by the constituency.

So in effect the representative is casting a vote on behalf of the constituency in which he has a limited amount of discretion. In which he can act, you know, so I'm thinking and it's very hard to call somebody out for a conflict of interest as an individual. When the bylaws of the constituency specifically mandate that the votes that are taken by members of the council are directed votes.

Ray Fassett: Right so Ken are you agreeing that, you know, this is a complicated issue?

Ken Stubbs: I am and I think it's going to get more complicated and will continue to remain that way because in the case of the registrars constituency unless they've changed their bylaws. The registrars could vote as they wished and that was

why in many cases (Bruce Tonkin) recused himself because he had freedom to vote as he wished.

So, you know, I think it's something we really need to get a little more direction on.

Ray Fassett: Yes I agree and I think we're going to as a work team, the members of the work team like I said us or future members. Are really going to have to get up to speed on the 18 months worth of work that is already done and understand why after all that work was done -- quite a bit I guess -- why then it wasn't even approved by the legal council of ICANN. I don't know the details of that but we would have to become very familiar with that.

So that's the reason why practically speaking we really can't, we can't deliver this by Seoul so we should say that. And then secondly, with the thought that it's not necessary anyway to seat the council. If it was necessary to seat the council that would be different but it isn't. So we're just noting that and then...

Ken Stubbs: It's really a dicey situation for the chair and the co-chair and it's a matter of agenda management as well because I think we have to be very very careful. We have to make sure that we have a set of rules in place that assures that any critical votes that are needed can be taken.

Ray Fassett: Yes.

Ken Stubbs: If not we need to identify that situation early enough on so we don't put the council in a box. Here they are being pushed to vote on an issue that really isn't yet covered in terms of how the actions can be taken. And I think, you know, we just need to be very careful we all end up a bit silly.

Ray Fassett: Okay makes sense.

Avri Doria: I'd like to point out that we've only talked about the conflict of interest issue which is really a different issue than proxy voting. And an issue that needs to be resolved in its own right actually define what conflict of interest is which is incredibly hard. And there's other sub issues in this whole proxy thing so.

Ray Fassett: Yes.

Ken Stubbs: And the proxy votes can get crazy because I remember situations where people assign proxy votes and they had directed proxy votes and, you know, that's...

Ray Fassett: That's why we're going to punt this one for now.

Ken Stubbs: A mess on its own, you know.

Ray Fassett: That's why we're going to punt this one for now.

Ken Stubbs: I think we need to.

Ray Fassett: Yes so my question is is it okay if we go ahead and classify reading that sentence maybe we adjust it later, maybe the OSCS adjust it slightly because I just quickly worded it.

But we take 5.81 all the way through 5.86 and we put it underneath that, you know, we make sure that that sentence that we have there covers all those sections not just 5.8.

Ron Andruff: Well it should say in there, you know, please note this note refers to section such and such.

Ray Fassett: Yes.

Ron Andruff: Right at the top.

Ray Fassett: Yes that's what we got to...

Avri Doria: Why would we leave the rest of 5.8 in if it's not been discussed yet?

Ray Fassett: Well the only one that's left is 5.88 absences.

Avri Doria: Oh okay so all of 5.81 and 2 and 3 and...

Ray Fassett: Yes.

Avri Doria: And those are gone oh I see.

Ray Fassett: Yes all of those would fall under the umbrella of this note.

Avri Doria: Okay sorry I was still seeing them.

Ray Fassett: No that's okay that's why we wanted to clarify that.

Julie Hedlund: Ray this is Julie I just have a quick question. Are you saying then we would just delete all of that text? I'm only concerned because essentially my understanding with this document is that anything that we are not changing is as is.

Ray Fassett: Yes.

Julie Hedlund: And is retained.

Ray Fassett: Yes I'd delete it so yes that's what I'm suggesting it is being deleted.

Avri Doria: Because proxy voting is no longer being done.

Ray Fassett: Yes.

Julie Hedlund: Right now there is no, there will be no proxies?

Avri Doria: No there is none.

Ray Fassett: We're working on it.

Julie Hedlund: Thank you just wanted to clarify thank you.

Avri Doria: Right it was ruled out of order several years ago by legal and we have absentee ballots now for serious things but no.

Ron Andruff: Well if that's the case if general council has taken it out completely. Why don't we ask Julie if she can go back and talk to (J.J.) and find out if in fact, you know, do we have to have proxies in there or not?

Ray Fassett: I think that is actually the high threshold question it falls into this work team, yes. So I don't think we're prepared to say no yes or no it shouldn't be. We're just right now, making a place holder that says, you know, all we know today is that it won't be ready by Seoul.

Avri Doria: And there are no current proxy voting.

Ray Fassett: Yes that's what makes it not being urgent to see the council because if the council is operating now without proxies then certainly they can see new council without proxies.

Man: Ray for one minute give the list of the real hard issues here from Ken and Avri, I've got directed votes versus undirected votes. Conflicts of interest, what else are the things that we actually have to identify?

Ray Fassett: Well I think to be honest I think we have to, we can delve into that. This is an area that we will work on as a work team. But today we have some other deadlines we have to get to here, some other sections.

What we want to do today is simply agree upon the fact that this is not something we can complete in time for Seoul get that language in there. Talk about what sections it's covering and then let's defer this entire discussion on proxies to when we have the time to do that. But that's what I'm asking the work team if we can do that now. Any objections?

Ken Stubbs: I'm okay with that.

Ron Andruff: I am as well.

Wolf-Ulrich Knochen: Yes.

Ray Fassett: Okay all right but I would like to spend just quickly on 5.88 I don't see any reason to take that out.

Avri Doria: I have to admit I've never done it. There's lots of people who I would have had to do it for. Although I guess in general I mean I have, if I haven't seen anybody around in a while I do send them an email and ask what's up. But nothing certainly haven't ever done anything formal in in...

Ray Fassett: Well yes...

Ron Andruff: Well the key here, if I may chair, speaks about without notification of absence. So I think it's important we keep that in. So basically what we're doing it telling these individuals that they're on the council so they need to be keeping in touch with the chair.

Avri Doria: Yes pings are always a good idea.

Ron Andruff: Yes exactly.

Ray Fassett: So this 5.88 is going to be hanging out there all by itself then if we decide just to leave it as is. Change constituency to stakeholder group we have 5.8 we have our notes we have the sections in note that it pertains to. And then 5.88 absence.

Avri Doria: Ray why don't you call it 5.9?

Ray Fassett: That's where I was going to go.

Julie Hedlund: Well Ray this is Julie though we have deleted 5.81 through 5.86 and we've also deleted 5.87 previously that was disputes. Right now there's no 5.8 which if that follows then this would become 5.8.

Ray Fassett: Well no I think 5.8 proxy stays right?

Julie Hedlund: But there's no text that we're retaining under it.

Ron Andruff: At this point, we will put text in there at some point. Respecting eligibility, notification.

Ray Fassett: Well 5.8 heading is proxies underneath that I would say for sections, all right -
- I see okay.

Avri Doria: Yes I understand though what you're saying is for political reasons. But if people don't go ballistic that there's nothing on proxies. You're keeping a 5.8 null section that says proxies this issue is still under consideration or some words like that. Issue is still under consideration and this is just a place holder for a policy that may or may not be created in the future.

Ray Fassett: Yes. Yes that's even better Avri.

Avri Doria: And that keeps the political issue of oh my God aren't you guys working on proxies, we want proxies?

Ray Fassett: Yes that's even better so you would just go ahead and delete 5.81 you don't have to refer to those sections. Yes that's exactly right Avri good thinking. I like that.

Julie Hedlund: Okay this is Julie I've noted that. That would mean that absences would become 5.9.

Ray Fassett: There you go that works for me good.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: Yes I'm good with that.

Ray Fassett: Okay so now I think we get into the stickier sections I suggest we go up to 4.1 which is the mathematician one.

Okay so all right so this is the issue where we wanted to define, you know, what does it mean to be in a leadership in a vote?

Now I threw out an idea so let's just walk through this idea real quick. And we could sort of get around the complexity of this voting which is being caused by a bylaws requirement of 60% threshold to vote to vote in a chair a vice chair.

By simply requiring each house to nominate a single candidate. That would take care of 80% of the complexity here. So that is an idea that I have and I think it makes sense to me, I don't know why but it does.

And what we're doing is we're putting the autonomy onto each house which I think Rob even made a point that I didn't understand quite as well as I do now

in a previous call. Where, you know, there really hasn't been a lot of discussion on how the house is, each house will go about their methods if you will.

But what we would be saying here is each house is allowed to nominate one candidate and how and we're not going to speak to how it is they go about nominating that candidate. It's up to them but each gets, you know, can do one. And then that would take care of the complexity. Any thoughts?

Ron Andruff: I'm just trying to understand where does this new language go? We are on section 4.1?

Ray Fassett: 4.1 so we have an A that says the GNSO chair shall be elected by 60% vote of both houses.

Ron Andruff: Right.

Ray Fassett: Okay and then B would say each house will be allowed one candidate for GNSO council chair or vice chair I guess.

Ron Andruff: So then you should say each house should self organize to determine one candidate. Or some language to that effect?

Avri Doria: Right through some procedure to be defined by the house itself.

Ray Fassett: Yes.

Avri Doria: It's kind of like almost a standard phrase.

Ron Andruff: That's it.

Avri Doria: Right and now if I can bring up I don't personally see an issue with it, one thing that is at (variance) what I think that this was a (false) sense of what

was going to happen anyhow. The notion has been that the houses were really not things in themselves that had policies and procedures. They were just organizational counting entities, but then I think that was already broken by saying but each elected a vice chair.

So while in principle this is sort of against the notion that houses don't exist as things in themselves. They're only counting conveniences to actually giving them yet another role. However, I think as I said by having them electing a vice chair they've already been given that other role. Does that make sense?

Ray Fassett: Yes it's a very good point. It's a very good point.

Avri Doria: It makes a certain kind of sense and so they can have elections they can have 17 candidates in each house and figure out how to get to one. And that's their problem.

Ray Fassett: Right I like it as of today I like that approach as of today. Now we might hear later that what, the first point you made Avri is that these houses are, wait a minute you're assuming these houses existed as entities with that kind of language. And they don't, so you guys got to fix that.

Avri Doria: Then you'll be able to respond hey you already gave them the job of electing a vice chair.

Ray Fassett: Yes so as of today I do like the approach. What do others feel?

Avri Doria: I can see some of the houses it doing it by trial by combat but still.

Ray Fassett: Yes anybody else have a strong feeling on this one?

Ron Andruff: Not me.

Avri Doria: Now how would you terminate the process? You still have to and so you still could end up having them tied. House A votes for A and House B votes for B. And your non-voting person can't vote. So then what do you do?

I want mine - you know, why - if I do it from a House - and we've worked really hard to get our candidates - then why am I going to shift votes to your House?

Ray Fassett: Yes. You have an example in here where it equals 100%, then something happens. Oh here it is Number 2.

Avri Doria: Right. Yes. Basically if we stay even, then we punt and try again in a couple months.

Ray Fassett: That's it.

Avri Doria: Okay. I just wanted to - okay.

Ray Fassett: And I think the language in here - how we incorporated that - has to do with None of the Above.

Avri Doria: Yes. And I could see the political motion on that. My candidate didn't win in my House. Therefore, I'm going to vote for your candidate.

So yes. I can see the political mechanisms that would make it possibly work.

Ray Fassett: Yes. Okay. And I think we should retain None of the Above.

Ron Andruff: Yes. I agree with that.

Ray Fassett: Okay. So all right. So now with all that said, how do we re-word this? We - well we got a - what. I suggest the idea we put in a new B under A which

says, "Each House will be allowed one candidate for GNSO Counsel Chair and Vice Chair." That right? And Vice Chair?

Are we just talk - well A is just - B is still count. The heading of this is, "The GNSO Council Shall Select a GNSO Chair and Two Vice Chairs As Follows."

We don't speak to - does the Vice Chair require a 60% vote of both Houses?

Avri Doria: No. They get - no, no, no, no. The Vice Chair is elected purely by the House.

Ray Fassett: Okay.

Avri Doria: Again, I don't know - I think it may require 60% of that House. I'd have to check bylaws. I think so.

Ray Fassett: Okay. All right. So we don't have to worry about the Vice Chair.

Avri Doria: But that's just a single House thing.

Ray Fassett: Okay. Got you. All right.

So then B is just, "Each House will be allowed one candidate for GNSO Council Chair."

Ron Andruff: Do we want to note in there that that could be a NomCom appointee as well?

Ray Fassett: Oh yes. Then their - then right. Then if we want to, to be perfectly clear - and maybe Ken can weigh in on this one because I think he understands really the nominating committee - ICANN Board Nominating Committee stuff really well.

But we - as I said in an email, we had discussion on this same kind of thing when it came to who could we elect as our NomCom rep. And where, you

know, where - we can nominate anybody for that. So should - so somewhere it says that in the affirmative. Ken brought it out in our Registry Constituency Meeting, I remember.

So somewhere it says that, you know?

Ron Andruff: That's correct.

Ray Fassett: So we should - we could take that same tact here and actually come out and say it so in the future somebody could say, "Yes, it says right there that a Chair does not need to be a member of a stakeholder group or a House," or however it is we want to say it.

Do we want to say that in the affirmative?

Avri Doria: Well there's only one person that's not in a stakeholder or a House...

Ray Fassett: Oh no, no. There's billions of people...

Avri Doria: Oh, you're saying they could pick anybody...

Ray Fassett: Yes.

Avri Doria: ...from the world.

Ray Fassett: Billions of people. Right.

Avri Doria: Oh, really?

Ray Fassett: Yes.

Avri Doria: Oh...

Ray Fassett: Yes.

Avri Doria: I won't comment then.

Ray Fassett: So...

Ron Andruff: I don't see any reason why not. Let's put it this way. If the community is - feels so strongly about it that they're voting him in at 60% from both Houses, then that says to me that that individual has the standing to do the job. So...

Ray Fassett: I agree.

Ron Andruff: ...I don't see any reason why we should - you know, I think we should keep it open...

Ray Fassett: Yes.

Ron Andruff: ...and allow - and that would then allow for NCAs as well as anybody else. So I think we can say that they're entitled to elect whomever they wish.

Ray Fassett: Yes. Now Ken, are you on the call? All right...

Glen DeSaintgery: Yes Ken has dropped off. He's disconnected.

Ray Fassett: I really wanted to get Ken's opinion on whether that could work at a Council level because as we know, it does work on the ICANN Board Nominee Games. There is - I wanted to get some contrast or difference but he's not there. So in lieu of that...

Avri Doria: No bylaw that would prevent it.

Ray Fassett: There's no bylaw, right?

Avri Doria: Yes.

Ray Fassett: And it makes common sense to me that there really shouldn't be any to prevent it. You want the best person however, you know. At the end of the day it comes down to that.

Avri Doria: You'd probably have to add something specific that, you know, said that, "Should a Chair be elected from outside the Houses, this would be a non-voting Chair." Obviously.

Ray Fassett: Yes.

Avri Doria: And that's because we do say somewhere that if they're elected from their House - well actually that was in the...

Ray Fassett: That would do it...

Avri Doria: ...if they're elected from a House, they retain their vote.

Ray Fassett: Yes, yes. So that would...

Avri Doria: And if they're elected from a - if a non-House person is elected, whether it's NPA or whatever, it will be a non-voting position.

Julie Hedlund: Sorry. This is Julie. I have been noting this discussion. I have some language based on what we've discussed that I could suggest, if you'd like.

Ray Fassett: Yes, please.

Julie Hedlund: So we have A. And following A we have a new B. B would read, "Each House will be allowed one candidate for GNSO Council Chair. Candidate for GNSO Council Chair does not need to be a member of a House. Should a Chair be elected outside the Houses, the Chair will be a non-voting Chair."

Wolf-Ulrich Knochen: Sorry. I didn't catch the last one.

Ray Fassett: The...

Julie Hedlund: So the last sentence would read, "Should the Chair be elected outside...

((Crosstalk))

Julie Hedlund: ...the Houses, the Chair will be a non-voting Chair."

Ray Fassett: Now the only issue I have with that...

((Crosstalk))

Ray Fassett: The only issue I have with that is it really takes away the incentive of that House to put forth such a case and they're losing a vote.

((Crosstalk))

Avri Doria: Why would they lose a vote?

Wolf-Ulrich Knochen: Nine oh nine? That's our anniversary.

Ray Fassett: Because if they're elected from the Hou- if they're a member of the House and are the Chair, they get to retain their vote.

Wolf-Ulrich Knochen: Nine and nine oh four, we get...

Avri Doria: Right.

Ray Fassett: But if they're not a member of the House, then they lose the vote.

((Crosstalk))

Avri Doria: No.

Ray Fassett: No?

Avri Doria: They still have all their votes.

Ray Fassett: Oh, okay.

Avri Doria: It's just that that Chair - being a non-voting - being a not - either a non-voting member of Council or a non-member of Council - has no vote. You just want to be explicit about it.

Ray Fassett: Okay.

Wolf-Ulrich Knoben: So are you get...

Avri Doria: Getting elected Chair doesn't automatically give you a vote somehow.

Ray Fassett: Okay. All right. Okay.

So Julie...

Wolf-Ulrich Knoben: This is Wolf speaking.

Ray Fassett: Yes.

Wolf-Ulrich Knoben: I have a question to B, you know. Each - I understand the - a candidate - the candidates already have to get the 60% vote. Is that correct? You know, within their Houses?

Ray Fassett: Oh well, with the - I don't - we're not - if I'm understanding it correctly, we're not going there Wolf.

Wolf-Ulrich Knoben: So let me...

Ray Fassett: We're not going there.

Wolf-Ulrich Knoben: A candidate only needs a majority.

Ray Fassett: Well we're not going there. That's up to the House.

Wolf-Ulrich Knoben: Yes, okay. But, you know, that means that the House need - the Houses need some rules so could there be a different rule for each House?

Ray Fassett: I think so. As of today.

Avri Doria: Just like there are different ones for stakeholder groups.

Man: That was the issue I was raising in the proxy discussion. We have a lot of different rules underneath the covers.

Ray Fassett: Yes. So I think what we are doing is we are allowing the Houses to be autonomous.

Now the issue is - Avri pointed out is we're creating odd up - allowing them to be autonomous. They're not even entities. So - but as of today, it makes sense to me to take the position we're allowing the Houses to be autonomous, to decide for themselves.

And well - and all we're doing now is we're clarifying that, you know, you don't have to be a member of the House or the stakeholder group to be a Chair. We just want to state that in the affirmative.

Wolf-Ulrich Knoben: All right. Okay.

Ray Fassett: So Julie, can you read that last sentence - that last point? I think it's C - again?

Julie Hedlund: Well actually, I had put all of this in...

Ray Fassett: Okay.

Julie Hedlund: ...but I, you know, but I could re-label them each as A...

Ray Fassett: No. Yes. No don't...

Julie Hedlund: But anyway, the last one was, "Should a Chair be elected outside the Houses, that Chair will be a non-voting Chair."

And that may not - there might be a more elegant way to word that, of course.

Ray Fassett: Yes. Does anybody have a problem with Julie working on more elegantly stating that or...

((Crosstalk))

Julie Hedlund: This is Julie. I'd probably be inclined to leave it as is. If you guys though all have some other ways that you would like me to rephrase it, that would be great.

Ray Fassett: Okay. Let's - okay. Leave it as is and as a work team let's look at it.

Okay. Just bring it maybe to Rob's attention and if he wants to offer a suggestion of how to word it on the email list, please invite him to do that.

Julie Hedlund: Sure. He'll see it nonetheless as it goes to the list.

Ray Fassett: Right. Okay. So are we good with that now?

All right. So Julie has captured it up to that point. Now there is the issue of 3.2, which says, "What happens when there's a tie?" And we say - so I think what we can say now, "In the instance when neither candidate achieves 60% of the vote, the election will be rescheduled for no sooner than the minimum election interval, which shall be defined as 30 days." Is that correct?

Julie Hedlund: This is Julie, Ray. I thought we had - I thought I heard a - you say that you wanted to keep the None of the Above option. Is that now off the table?

Ray Fassett: No. Oh yes, yes. No, we want to keep the None of the Above option.

Julie Hedlund: Because then Number 3 would be, "In case neither candidate reaches 60% of all Houses threshold"...

Ray Fassett: Oh, okay. Good.

Julie Hedlund: ..."ballot," you know, et cetera, "None of the Above."

Ray Fassett: Yes, yes. Okay. So then does everything under that go away? In other words, beginning with, "In case there are three or more candidates" - everything underneath that - does that go away?

Ron Andruff: Yes. That's very, very cumbersome.

Ray Fassett: Yes. So I think everything beginning with 3 - because we've eliminated the possibility of there being three or more candidates - it just - okay now just for simplicity go away. All the way up to the sentence that reads, "Each House shall elect a Vice Chair via 60% vote within each House."

Julie Hedlund: Ray, this is Julie. Let me clarify what we would - so we would be taking out the, you know, mathematical...

Ray Fassett: Yes.

Julie Hedlund: ...language, which makes sense. But we retain 3 in case neither candidate reaches the 60% of both Houses threshold, et cetera. And Number 4, "If the single candidate does not reach 60% of both Houses, then the election will be rescheduled." Is that correct?

Ray Fassett: All right. So you're saying Number 4 might stay?

Ron Andruff: Item 4, right?

Ray Fassett: Item 4.

Julie Hedlund: Item 4 and Item 3 because Item 3, you know, talks about the ballot between the leader and None of the Above. And then if a leader cannot be determined, then the election is rescheduled.

If the single candidate does - and then Number 4 is - Item 4 is, "If the single candidate does not reach the 60%, then the election will be rescheduled for no sooner than a minimum election time, which will be defined as 30 days."

So I'm asking do we retain 3 and 4? And 2. So Items 2, 3 and 4 that is in small case Roman numerals?

Ron Andruff: Well 3 right now is the formula...

Ray Fassett: Yes. How we...

Ron Andruff: ...replace that, right? I mean I'm just - that's why we're confused. We're looking at 3 right now and that's that long formula.

Ray Fassett: Yes.

((Crosstalk))

Ron Andruff: So I think Julie...

Julie Hedlund: ...I'm just not sure.

Ron Andruff: ...if I'm - let me try this. So you're saying we're going to keep Item 1, Item 2. Item 3 now becomes this new text, correct - we've just discussed? Then Item 4 remains the same, "In case neither of the candidates reach 60." And then Item 5, and "a single candidate does not reach." So...

Ray Fassett: Yes.

Ron Andruff: ...what I'm saying is 4 - Item 4 and Item 5 would stay. What we've done is replaced Item 3.

Julie Hedlund: But we...

Ron Andruff: What did you...

((Crosstalk))

Julie Hedlund: ...do we now have a figure...

Ray Fassett: Well I don't know if - a num- I don't know if that Item 4 is needed, Ron.

Avri Doria: Do we know how to figure out who's in the lead between the two candidates? I mean, I think we do, but do we? Is it written? Does it need to be written?

Man: (Unintelligible)

Avri Doria: I mean, I think it's easy. You add up the percentages and the highest percentage is...

Man: Do I have an appointment?

Ray Fassett: Well. Okay.

Avri Doria: And since you've got the one from each House, you've no longer got that historical, you know, problem.

Ray Fassett: Well in order to win, though, a candidate has to have 60%. And if they don't reach that threshold, there has to be a re-do.

Avri Doria: Right. But what do you do? Do you re-do between the two or do you do an election between the leader and None of the Above?

Ray Fassett: Oh not the latter one. Well, okay.

Avri Doria: I only...

Ray Fassett: I hear you.

Avri Doria: ...because starting with two doesn't get you to a decision without - and what do you do if you have the two and you have one of them, their percentages add up to 110 and the other one, their percentages add up to 90? So one isn't leading but still, they don't add up to, you know, 120 - 60 from each House.

So you can't declare that person winner because they haven't met the 60 threshold. Re-running the election again against the two of them doesn't really make sense. Saying that we punt on it for several months because their tie doesn't make sense. So you still have to have a step that resolves it.

Ray Fassett: All right.

Avri Doria: Now if you have the leader run against None of the Above, so then the other House has a chance to say, "Well, you know, my guy didn't make it. And - but this one's okay. I'll vote for him as opposed to None of the Above." Then that person gets the 60%.

Or they say, "Absolutely not. No way in the world would I want her to be Chair." And therefore, None of the Above gets the 90% and that's, you know. Then you're in a deadlock. Because None of the Above has won. Okay, fine. Then we're in the punting situation.

But you still have to have some way to bring the decision procedure to a close. By doing it the way you're doing, you've certainly eliminated the first complexity step of, you know, N can- moving from N candidates to two candidates.

Ron Andruff: Okay.

Ray Fassett: Okay. Yes. I see your point Avri. It's a good one.

So we still have to deal with this issue of how do we define the leader. I - common sensically, I - kind of thinking like you are Avri, that you'll do it by percentages.

So if one - if it's not equal - in other words one percentage is higher than the other, then it would go to that candidate versus the None of the Above. And if by chance None of the Above prevails, then you're all the way back to Square 1.

Avri Doria: Right.

Ron Andruff: Yes. Then you need vote.

((Crosstalk))

Ron Andruff: You need a new candidate list and you start the whole thing again.

Ray Fassett: All over again. Yes. Okay. So with it saying - reasoning it out that way, what in here now can stay? What in here now addresses that?

Avri Doria: You have to rewrite 3 for a simpler, "The leading candidate shall be determined use - as following."

Ray Fassett: Using - yes.

Avri Doria: Add the percentages they receive from each House together. The larger is the leading candidate.

Ray Fassett: Yes. The leading candidate shall be defined as the one with the highest percentage.

Avri Doria: Highest total percentage when you add the two. Yes.

Ray Fassett: Yes. The highest total percentage.

Avri Doria: As I say, I'm not quite sure how to say it in words. It's really easy to say it in (unintelligible) and that, but I'm sure Julie, you know.

Go ahead.

Ray Fassett: Okay. So...

Avri Doria: I'm sorry, Julie.

Ray Fassett: So the new 3 would say something to the effect of, "The leading candidate shall be determined as the one with the highest total percentage of votes from each House. Or from both Houses."

Then we would have to go to the next one and number it 4.

Avri Doria: Yes. That one's essentially the same except change the word "third" to "second."

Ray Fassett: Yes. Okay. What does that second part of that sentence mean though? "If a leader" - can we get rid of a leader? "If a leader cannot be determined" - I don't think we need that anymore, do we?

Ron Andruff: No, not if we're going to define what a leader is.

Ray Fassett: Right. We can get rid of the latter half of that...

Avri Doria: Right.

Ray Fassett: ...so I'm just...

Avri Doria: Yes it depends how 1 and 2 are written.

Ray Fassett: Yes. Now we have this numbered 5 which is, "If the single candidate does not reach the 60% of Houses, election will be rescheduled." That's when you go all the way back to Square 1, right?

Avri Doria: Yes.

Ray Fassett: So in the second ballot, "If the single candidate does not reach the 60% of both Houses" - that refers to the second ballot.

Ron Andruff: Correct.

Ray Fassett: Maybe we should say that. In the second ballot.

Julie, are you catching these edits?

Julie Hedlund: Yes Ray, I am. Yes. I - can we - when we think we're final, I just - I won't read all the words but I'll just run by what I have. And of course, you'll all be able to review that when I send it out after this call as well.

Ron Andruff: Someone summarize then just kind of where we are with this thing now.

Julie Hedlund: Ray, this is Julie. Maybe I'll summarize what I've heard and...

Ray Fassett: Yes.

Julie Hedlund: ...let me know if I've missed something. Okay.

So we retained - under the statement, "The GNSO Council shall select the GNSO Chair and two Vice Chairs as follows." We have A which we've retained, "The GNSO Chair shall be elected by 60% vote of both Houses."

Then we have a new B. "Each House will be allowed one candidate for GNSO Council Chair. A candidate for GNSO Council Chair does not need to be a member of a House. Should a Chair be elected outside the Houses, that Chair will be a non-voting Chair."

Under that we have Item - in lower case Roman numeral 1, "All ballots will include the None of the Above option. In the event that this option gets 60% of both Houses, the election will be rescheduled for no sooner than the minimal - minimum election interval, which shall be defined as 30 days."

Does that stand?

Ray Fassett: Yes.

Julie Hedlund: ...know if we talked about it.

Ron Andruff: That stands.

Julie Hedlund: Okay. The next Item is lower case Roman numeral 2, "The leading candidate will be defined as the one with the highest total percentage of votes from both Houses." Correct?

Ray Fassett: Right.

Ron Andruff: No. Doesn't Number 2 remain the same? Okay, so three or more candidates?

Avri Doria: No because we're down to two.

Julie Hedlund: No because we've eliminated the possibility of there being three candidates.

Ron Andruff: Oh, okay.

Avri Doria: But do you have the paragraph in there - yes. You did have the paragraph in there about each House.

Ron Andruff: So I'm sorry...

((Crosstalk))

Avri Doria: ...candidates?

Ron Andruff: Yes.

Julie Hedlund: Yes.

Avri Doria: Okay.

Julie Hedlund: Next we have lower case Roman numeral 3, "In the second ballot, in case neither candidate reaches the 60% of both Houses threshold, a third ballot will be held between a leader and None of the Above."

Avri Doria: No.

Julie Hedlund: And then you have lower case Roman numeral 4, "If the single candidate does not reach the 60% of both Houses threshold, then the election will be rescheduled for no sooner than the minimum election interval, which shall be defined as 30 days."

Ray Fassett: I think that's correct.

Avri Doria: I actually - I think I got confused because I didn't think so. If we can go through again.

The first one said - the little I said the None of the Above option.

Julie Hedlund: Correct.

Avri Doria: Little 2 said, "There will be two candidates, one selected from each House."
Or was that somewhere else?

Julie Hedlund: That was actually...

Avri Doria: It was actually in the top.

Ray Fassett: Yes.

Julie Hedlund: I've got B, "Each House will be allowed one candidate"...

Avri Doria: Okay.

Julie Hedlund: Sure.

Avri Doria: So then the second one defined leader...

Julie Hedlund: That's correct.

Avri Doria: ...which was fine. Then the third one you talked about a third ballot, but it's really a second ballot.

Ray Fassett: Yes that's right.

Julie Hedlund: That's correct. We say, "In the second ballot, if each candidate reaches - neither candidate reaches the 60% of both Houses threshold, a third ballot will be held between a leader and None of the Above."

Avri Doria: Okay, sorry. Okay thanks. I misunderstood.

((Crosstalk))

Julie Hedlund: Oh, no problem.

Avri Doria: It was me.

Julie Hedlund: There's a lot here to process.

Ray Fassett: Okay.

Julie Hedlund: And then lower case 4 was, "The single candidate does not reach the 60%"...

Avri Doria: Okay. I oppose that option.

- Julie Hedlund: ...go back to the beginning. And then - and following this is Item C which was there before, "Each House shall select a Vice Chair via 60% vote within each House." And we do not define what that should be.
- Avri Doria: Can I ask for clarification on that one? Each House will select a Vice Chair via 60%. "Within each House" might be ambiguous. "Within that House?"
- Ron Andruff: "Within their respective House?"
- Avri Doria: Right. Something like that. Yes.
- Ron Andruff: Yes, within - rather than, "Each within their respective House, each House..."
- Avri Doria: Right.
- Ron Andruff: ...shall select a Chair, Vice Chair via 60% within their respective House."
- Avri Doria: Yes. Thanks. Because I was just thinking within that - each House could be seen ambiguously.
- Julie Hedlund: This is Julie. I've noted that.
- Ray Fassett: All right. So this is an area where we are telling the Houses how to do it. Or...
- Ron Andruff: Well we're telling them what the threshold is. We are talking about...
- ((Crosstalk))
- Ray Fassett: Yes. We're dictating a threshold.
- Ron Andruff: Yes.
- Avri Doria: Right. I mean they can do it by consensus because that's 60%.

Ron Andruff: Maybe we need to use some language here to say, "Each House shall self" - "Each House"...

Avri Doria: Because I think that one is in bylaws.

Ray Fassett: Oh, it is?

Avri Doria: I think the 60% is in - I have to go back and check.

Ray Fassett: Okay.

Avri Doria: I know it said...

((Crosstalk))

Julie Hedlund: This is Julie. Avri, you're correct. It is in the bylaws.

Avri Doria: Right.

Ray Fassett: Okay.

Avri Doria: So we're really just repeating the bylaws there.

Ray Fassett: Okay. Okay.

Ron Andruff: So the following paragraph fits in line with that. "Then each House shall select the 60% vote in each House." And the following line, "A Chair and Vice Chair may not be selected from the same stakeholder group."

Ray Fassett: Yes.

Ron Andruff: "The Chair or Vice Chair shall retain his/her vote in their respective House," rather than "his/her" again.

Ray Fassett: Right. Now with the sentence beginning, "A Chair and Vice Chair may not be elected from the same stakeholder group." Should that - I noticed the one above, "Each House shall select a Vice Chair via 60%" is a C.

Ron Andruff: Right.

Ray Fassett: So should the next one be a D?

Ron Andruff: I'm thinking that. And I think the following one should be an E.

Ray Fassett: Okay.

Ron Andruff: Those two sentences in that paragraph.

Ray Fassett: Okay.

Ron Andruff: So I - so basically just to be clear then - so C and then D is, "A Chair and Vice Chair may not be elected from the same stakeholder group." And E is, "The Chair or Vice Chair shall retain his or her vote in the respective House."

And they come to the pink station. (Wolf Ulrich). This is your section. You have questions on, I think.

Ray Fassett: The one that begins, "In the event that the GNSO Council?"

Ron Andruff: Right.

Ray Fassett: Okay.

Wolf-Ulrich Knoben: You're right. That is my...

Ray Fassett: Okay.

Wolf-Ulrich Knoben: I think we discussed it last time so...

Ray Fassett: Okay, we addressed it last time?

Wolf-Ulrich Knoben: Yes, we discussed it already last time so that's for me no problem anymore.

Ray Fassett: Okay. If we're - with that said, I think we are prepared to move on from 4.1.

Ron Andruff: Only - the only thing there is I'm just wondering if we need to - just from a formatting point of view - if this is going to continue F and G, because those are different elements of the same thing.

Ray Fassett: F and G. Where are...

Ron Andruff: I'm just - I'm saying that these last paragraphs, you know, we added a D and an E and then we have Wolf's paragraph in the pink. "In the event is not selected GNSO Council," maybe that should be F.

Ray Fassett: Yes.

Ron Andruff: And then the sentence below that would probably be G.

Ray Fassett: Okay.

Julie Hedlund: Ron, actually I - maybe I have this incorrectly. This is Julie.

Ron Andruff: Yes.

Julie Hedlund: I have, "Each House shall select a Vice Chair via 60% vote within their respective Houses." That is C.

Ron Andruff: Right.

Julie Hedlund: Following that I have D, "A Chair and Vice Chair may not be elected from the same stakeholder group."

Ron Andruff: Correct.

Julie Hedlund: "A Chair, Vice Chair shall retain"...

Ron Andruff: No. No, no then the next sentence becomes E. "The Chair, Vice Chair shall retain."

Julie Hedlund: So you're saying you're adding it another one.

Ron Andruff: That's it.

Julie Hedlund: Okay. And then F would be, "In the event that the GNSO Council has not elected a Council Chair by the end, et cetera, et cetera."

Ron Andruff: Right. And, "Then the Council shall inform the Board and Committee appropriate after election results." That can be - I don't know if that should be lettered or not, but surely the paragraphs preceding.

Ray Fassett: Yes. Yes, I think that should be G.

Wolf-Ulrich Knoben: Right. Well, it's Wolf speaking. My very last question for this pink sentence. So it was one of the question with regards to the minimum election interval. Does it fit, you know, with the last sentence of that paragraph, "Each follow up Council meeting shall be used to conduct the successful Council Chair election."

On the other hand we have - I think it used this minimum election interval. It should - that comply with that sentence.

Ray Fassett: Oh.

Wolf-Ulrich Knoben: Or the sentence should be replaced, you know, by the minimum election interval if...

Ron Andruff: Well no. No, you could say, "Or to conduct - Each follow up Council meeting shall be used" - I see what you're saying. So we've said before it had to be 30 days.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: So you're saying rather that each follow up Council shall be used - we should say, "Within the 30 day period" or "subsequent to" whatever that section is? Looks like B, small v - it would be Section B. 4B? 4.1B.

You'll check that, Julie, but basically it'll say here in, "Pursuant to Section 4.1B - 4.1B the standard 30 day period will follow for - in order to complete a successful Chair election" or something like that.

Yes, because I agree with you, Wolf. What it says right now doesn't make sense. We've said it's a 30 day period and we didn't say each follow up - not each meeting thereafter.

Wolf-Ulrich Knoben: Yes.

Ray Fassett: Do you even need to say it again? How about if you just don't say - just be silent there? We're already clear above.

Ron Andruff: In the event that GNSO Council does not elect a Chair," I have, "the Vice Chair will serve as interim until the - can be held." Yes, that's fine. Exactly. Until a successful election can be held. We've said it so let's just cancel that para- that second sentence.

Wolf-Ulrich Knoben: Yes.

Ray Fassett: Okay. Good catch.

Julie Hedlund: Julie. I've noted it.

Ray Fassett: Okay. Anybody else on Section 4.1? All right. Let's move on to 16, all right? I think that's the - well - all right well 16.

Sixteen is absentee voting. Okay, so - as I was looking at this this morning, I looked at it and said, "You know, we're conflicting with the bylaws here," because we're - the bylaws identify when specifically absentee voting can be used. And then we have a 16.2 that says, you know, "Absentee ballots for all other things." I don't think we can do that.

I know we talked about this last week, too. And the more I thought about it, I don't think we can do that.

Wolf-Ulrich Knoben: Yes.

Ray Fassett: So what we're trying to do is accommodate for the practical need that we know there is for email voting. We know that that - there is that. We can't take that away, it's being done now. So the trick here, I think, is to identify how we can do email voting but make sure it's not considered as absentee voting.

So one way is let's just take email vote - well, other than the one reference to email as one of the ways absentee balloting can be done - let's just take email voting and make it its own section - a new Section 17. So I think Julie

did that. Right? Yes. And just as a place holder, we've called it "Email Voting."

So the idea here is to try and come up with a set of criteria that can accommodate email voting but not be considered as absentee voting. So okay, so what am I saying?

So I think with - I think that 16.1 can just remain the way it is. Well there is - I do have a little nit in there that says - there's a little italicized, "Amend Article 10 of the bylaws." And I have a question there and I think Wolf does, too. He has, you know, "What is this for? What is that? I don't understand that."

Wolf-Ulrich Knoben: Wolf speaking. So once - okay. But at least, you know, it's referring to the Council itself, to the organization of the Council and et cetera, et cetera. So my impression about that key in the lists for absentee balloting, the issues which are here in the list are of high importance, I would say.

And so I would say, okay also something which refers to the organization of the Council itself, of the group who is balloting right now. So if you are important to that group, so that's the reason why I put it in.

Ray Fassett: Oh, you put in the italicized "Amend Article"...

Wolf-Ulrich Knoben: Well, you know, that was, you know, during the public comment period of the bylaws.

Ray Fassett: Oh. Oh.

Wolf-Ulrich Knoben: But it used to be in the bylaws and there was comment done from us, from the ISPCP, with regard to that. And that was the outcome of that, that you put it in. And then it was decided, okay, to move it - to remove it from the bylaws to the - to remove it only. So and then the question was, yes, where to

put it in then. And the only location we found is here in the Order of Procedures. That's the reason. It was a proposal from the ISPC - ISPCP.

So okay. It's still open for discussion whether you could agree to that or not.

Ray Fassett: Oh. I'm just trying to make sense of the sentence as it is written right now.

Julie Hedlund: Ray, this is Julie. May I make a suggestion?

Ray Fassett: Yes.

Julie Hedlund: So I think what we're saying here is that, you know, there are several, you know - the list of items under which, you know, an absentee ballot may occur. So members that are absent from a meeting at the time of vote on - on a vote - and maybe we want to lay these out a little bit more clearly but absent from a meeting at a time of vote on, 1, whether to initiate a PDP; 2, follow a policy recommendation to the Board; 3, amend Article 10 of the bylaws; or, 4, fill a position open for election - may vote by absentee ballot. That was the way I understood it.

Wolf-Ulrich Knoben: Yes. That's it.

Ray Fassett: Yes. I'm - I like that approach. Go ahead and identify the four specifics.

Wolf-Ulrich Knoben: Yes. So last time, from our last discussion, I understood from Avri that the reason why it used to be a list here of items or issues, it was because it was for - it was - in former times it was in the bylaws. And then it was - there may have been a discussion with the general counsel about what is - let me say, well what kind of issues - let me say, of that high priority that they could be placed on bylaw level.

But now, if you take that into consideration, now as the absentee balloting is removed from the bylaws to a lower level, let me say, in legal respect. So the

question should be discussed, you know, that this list is complete or there may be others - other issues as well - into but there was no other proposal, not yet.

You know, did you understand what I mean?

Ray Fassett: Yes. Yes, and I think I am a little confused, too. So these four things that we - that Julie just said - one through four...

Wolf-Ulrich Knoblen: Yes.

Ray Fassett: ...they used to be in - they were in the bylaws. Now they're not.

Wolf-Ulrich Knoblen: Three things before.

Ray Fassett: Three things before. Now they're not in the bylaws at all.

Wolf-Ulrich Knoblen: Yes.

Ray Fassett: So the question is, do we want to restate them here?

Wolf-Ulrich Knoblen: Do we want to restate it? Do we want to limit it?

Ray Fassett: Yes. Do we want to limit it? That's the question.

Wolf-Ulrich Knoblen: Yes. The question is, do we want to limit it? The absentee balloting.

Ray Fassett: Well we have - we do have three identified right now.

Wolf-Ulrich Knoblen: No. No, it's four. It became (unintelligible) of the articulate.

Ray Fassett: Oh, mark them in the wrong place.

Wolf-Ulrich Knoblen: At four it stopped.

Ray Fassett: Ray.

Wolf-Ulrich Knoblen: Well my opinion is well we should really limit it because otherwise then absentee balloting is maybe used in - not in a proper way, I would say, you know. At first I would say, "Okay, Council meetings are meetings that people should be present. They should be present really, everyone, and they shouldn't have had - so that's the highest priority. And absentee balloting only in cases if there is really a case that they could be present at the time of voting.

So therefore, it should be really limited. That's my opinion.

Ray Fassett: Wolf, in 16.1 - oh, never mind. I don't want to confuse things more.

So we're saying in 16.1, the very first sentence - the items are initiate a PDP, forward a policy recommendation to the Board, amend the bylaws any way...

Wolf-Ulrich Knoblen: Or fill a position.

Ray Fassett: Right. Or fill a position for election. Which bylaws are they referring to? ICANN bylaws?

Wolf-Ulrich Knoblen: Yes. ICANN bylaws appearing this Council.

Julie Hedlund: Yes, Ray. This is Julie. I should have put in ICANN bylaws. Article - the reason it's a weighty matter to be, you know, considered under absentee ballot is because amending Article 10 of the ICANN bylaws is amending the operation of the GNSO Council.

Ray Fassett: All right. So we want to say Article 10 in this so - because up above in 16.1 it just says amend the ICANN bylaws basically. But we want - if we're going to say this, then we do want to say Article 10 of the ICANN bylaws.

Julie Hedlund: This is Julie. I put that in.

Ray Fassett: Okay. Now I understand the sentence. The next sentence. I'm a little slow.

Avri Doria: Can I?

Ray Fassett: Yes.

Avri Doria: One thing...

Ray Fassett: Yes.

Avri Doria: ...on that. I have two questions.

One is, all the GNSO can ever do is not amend the bylaws but recommend...

Ray Fassett: Yes.

Avri Doria: ...an amendment to the bylaws.

Ray Fassett: Exactly.

Avri Doria: So you probably want to do that because the GNSO can't amend them.

Ray Fassett: Yes.

Avri Doria: And two, that being the case, should it be for - I mean, it could be for amending the appendix - appendices dealing with PDP. So does it need to be

any specific change in the bylaws that the GNSO would recommend or could it just be for a GNSO recommendation of an amendment to the bylaws?

Ray Fassett: Well let me think about this.

Avri Doria: Does it need to be specific? I'm just asking.

Ray Fassett: Yes, and that's a good question. And I kind of side on the latter where you wouldn't be so specific. If you're going to say, you know, recommend Article 10 and like you said, why not the PDP sections.

But if you don't mind, let me just ask a question. That is, why would the GNSO Council be doing this? Making a recommendation about changes to the bylaws?

Avri Doria: We do it - we've done it several times. We certainly did it when we requested the proxy and the absentee. We may do it on changing the rules under which a PDP. We certainly did it when it came time to suggest bylaw changes for the restructuring and so-called improvements.

You know, it's - the GNSO can ask for a change to the bylaws anytime it feels like it, kind of. That doesn't mean they have to get it, but, you know, requesting a change to the bylaws is a normal thing for an AC or an SO to do. It's the Board that decides and disposes but certainly the GNSO can request.

And it did - the reason there is absentee ballots is because we asked for proxy and, you know, negotiated and eventually got that. So that, you know, any number of reasons I could think of.

Ray Fassett: Okay.

(Unintelligible)

Avri Doria: As I say, it's just a request and a recommendation. It doesn't carry any, you know, forceful weight on the Board other than obviously if something comes bottom up and they don't do it...

Ray Fassett: Yes.

Avri Doria: ...well then, they have to deal with not doing it. But it has - it doesn't - I'm losing the right word. It doesn't force them to do anything.

Ray Fassett: Okay. Now we may get a Council legal opinion on that later. But for now, for sake of argument, I guess we can make that assumption now that it's just a request. It can't force the Board to do something they don't want to do. It stands to reason.

Julie Hedlund: Ray, this is Julie. I've picked up the language that Avri gave...

Ray Fassett: Yes.

Julie Hedlund: ...recommendation of amendments to the ICANN bylaws. So it's - we're not saying here that that has to be accepted. We're simply saying that if there is, you know, that one of the items on which there would be an absentee ballot is recommendation of amendments to the ICANN bylaws.

Ray Fassett: Right. Okay. Good point. I'm comfortable with that.

So that's 16 - that sentence 16.1. And does that take care of the first sentence in the next paragraph, too? I mean, we're choosing here to name these four things, right? That's what I'm hearing? That we want to name these four things?

Wolf-Ulrich Knoben: Yes.

Ron Andruff: Yes.

Ray Fassett: All right. Okay. Now I understand. So that said, is there any other changes to this paragraph? Okay, if not, then we can move on to 16.2.

Julie Hedlund: Actually Ray, this is Julie. I think I should have taken that out since that's referring to what now is a separate section.

Ray Fassett: Okay.

Julie Hedlund: Email voting.

Ray Fassett: Yes.

Julie Hedlund: In which case it would go on from the paragraph that says, "The GNSO Secretariat will provide reasonable means of transmitting and authenticating absentee ballots."

And then the next sentence would be, "For all other votes at the discretion of the GNSO Council Chair and asking a ballot via email can be held." I don't need if we need to keep that in. The following rules will apply because then again, that was pulled into a new Section 17.

Ray Fassett: Okay. That's...

Ron Andruff: I would delete those - delete 16.2.

Julie Hedlund: This is Julie. That's my sense as well.

Ron Andruff: Yes. 16.2 - but Julie, then 16.2.1, 2.2, 2.3 - all would go? Is that somewhere else?

Julie Hedlund: That's a good question. This is Julie. Now - and I think I should have picked this up this morning. So this would then follow into the email voting section and should not appear here. Is that...

Ray Fassett: I think so, yes.

Ron Andruff: That's what I'm thinking, yes.

Julie Hedlund: But then let me ask about 16.2.4 as it stands here. "Actual meetings are required for other matters." And then we had a question mark where NC and I've never - I was not able to determine what NC stood for. That's what it was in the original without any definition.

Ray Fassett: Names Counselor.

Ron Andruff: Names Counselors, probably.

Julie Hedlund: I see.

Ron Andruff: Yes.

Julie Hedlund: (Unintelligible) can speak to and hear one another for other Council meetings to be valid. Although email voting called by confirmation works. Vote taken by email, therefore, have confirmed. Again, my sense is this would go into the email voting section?

Ron Andruff: I agree.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: Absolutely. Every - 2.4, 2.5 - it's all about email.

Wolf-Ulrich Knoben: Yes.

Julie Hedlund: Okay. Well then I will pull that up into email voting. And then in 17 Ray had added the language, "If at the time of a vote there is a quorum but not a simple majority present from each House, that the discretion of the Chair, a vote by email may be initiated. In such cases all votes must be cast by email."

And then I would put in that part that I just pulled out of Section 16 and then go on to email to the Council list and then just give examples of the elements that should appear in each of those various email as opposed to giving templates.

Ray Fassett: Yes.

Ron Andruff: One small amendment - a friendly amendment - is at the - that sentence, "If at the time of vote, a quorum is not" - the part that Ray added in there. There's a quotation mark at the end of "initiated."

Ray Fassett: Oh yes.

Ron Andruff: End of the first sentence?

Ray Fassett: Right.

Julie Hedlund: Yes. Actually that was my mistake. I saw it already. Thanks.

Ron Andruff: No problem. Yes.

Well I agree with what you just said and putting forward the elements makes more sense than actually a template. Much better.

Ray Fassett: Okay. And those elements work? Is it inclusive enough, I mean? Well.

Ron Andruff: Well I wonder. It says, "Following type of elements." It should be "The following elements." Take away - just remove the word "type of."

Ray Fassett: Yes.

Ron Andruff: So, "The body of the email must include the following elements." That would both be for 17.1 and 17.2.

Ray Fassett: Right.

Julie Hedlund: Well this is Julie. So noted.

Ray Fassett: Okay. So down below where it's 17.2. "Secretariat sends a ballot to the requestor. Upon receiving a request for a ballot." I - if this becomes an all or nothing situation - in other words, the Chair uses his or her discretion and says, "Okay. You know, we have a quorum. We don't have simple majority. This is one of those things that I think we can and should do an email vote." Then the process starts.

It won't be a situation where somebody has to ask for the ballot anymore. It's just going to go out. So there wouldn't be...

Ron Andruff: Well then it should be - say rather than, "Upon receiving a request for a ballot," it should be, "Upon determination by the Chair that an email"...

Ray Fassett: Yes.

Ron Andruff: ..."vote will be taken" and then it picks up the rest of the sentence.

Avri Doria: And we've been doing that pretty much anyhow. I just sort of - while the thing originally started as needing to request, I think lately there's just been an assumption that the request is here. Let's...

Ray Fassett: Yes.

Avri Doria: ...offer.

Ray Fassett: Yes. So...

Glen DeSaintgery: Yes. This is Glen. It's exactly as it has been done and Avri and (Jack) have been very happy with that. And I think practically it works out better.

Ray Fassett: Okay.

Ron Andruff: So what would be the appropriate language there then, Glen or Avri?

Avri Doria: Yes. Something like once it's been determined.

Glen DeSaintgery: Yes.

Ron Andruff: Okay. So as I suggested then is okay. So as - so when determined by the Chair that an email vote will be initiated, the GNSO Secretariat sends ballots to all counselors.

Glen DeSaintgery: All absent counselors.

Ron Andruff: But I think what Ray is saying is he'd like to have - he'd like to say that if it comes down to an email vote, that everyone would send an email in. Is that correct, Chair?

Ray Fassett: Yes. Everybody would automatically on the Council receive the email.

Glen DeSaintgery: Why?

Avri Doria: That means we wouldn't vote ever.

Glen DeSaintgery:No.

Ray Fassett: What then?

Avri Doria: Any time we decided it was an email vote because somebody was absent, we would always end up doing an email vote?

Ray Fassett: No, no, no, no, no. For whatever reason there's a quorum but not a simple majority, the Chair decides to do an email vote. That initiates a process where the Secretariat sends out the ballot to each member.

Avri Doria: That's a lot of work for the Secretariat and I'm not sure why.

Glen DeSaintgery:I don't fully understand the reason for sending out an email ballot to everybody when those people are on the call.

Ray Fassett: Because that's what distinguishes it from an absentee ballot. It's when someone is not on the call that you have to do the absentee...

Avri Doria: Oh, I see. This is another kind of thing.

Glen DeSaintgery:Oh, okay. Yes, yes, yes. Sorry.

Avri Doria: Okay. I'm sorry.

Glen DeSaintgery:Okay. Yes, yes, yes.

Julie Hedlund: Yes, this is Julie. This is - we've separated it into a separate section and separated it from absentee.

Avri Doria: Okay, this is just - for some reason we just don't feel there's enough people to hold the vote now. Maybe we had a quorum when we started but then

everybody ran off because the meeting ran long and we still want to have the vote. So the Chair says, "Okay, we'll do it by email."

Ray Fassett: Yes.

Avri Doria: Got it. Sorry for being stupid.

Glen DeSaintgery: Okay.

Ray Fassett: Yes.

Glen DeSaintgery: That can be a vote on anything then, is it - am I understanding correctly?

Avri Doria: On those four thingies.

Glen DeSaintgery: Oh, on those four thingies. Okay.

Ray Fassett: Yes. Well I'm sorry?

Glen DeSaintgery: Oh no, that's for the absentee...

Avri Doria: Oh I...

Ron Andruff: I think that's on any vote.

Avri Doria: On any vote this can be called. Okay.

Ray Fassett: Yes. It would almost be any vote but those four things.

Avri Doria: Oh, okay.

Ray Fassett: All right. Everything but those four things.

Glen DeSaintgery:Let's hope they're not going to use that too often.

Avri Doria: If they do, you'll probably end up talking to Ken and getting some sort of easy procedure built for doing it.

Glen DeSaintgery:Actually, there is a - there is a system out they built for doing it so...

Avri Doria: Right. So yes. Okay.

Ray Fassett: Okay. So then if we go down to - I think we're down to 17...

Glen DeSaintgery:Sorry. And going just back to that again - talking about an easy system for doing it.

Ray Fassett: Yes.

Glen DeSaintgery:What would be the difference between an electronic vote and an email vote?
Because we do have an electronic vote. For example, Board Directors and the Council Chair and those sort of things.

Ray Fassett: An electronic vote...

Glen DeSaintgery:And that is - that comes out of a system - the system is...

Ray Fassett: Yes. That's only for absentee voting.

Glen DeSaintgery:Electronic votes.

Avri Doria: No.

Glen DeSaintgery:No, the electronic vote is sent out by email.

Avri Doria: And that's the one that has the...

Glen DeSaintgery: The electronic - the absentee vote is sent out by email. It's not sent out by a voting system.

Avri Doria: And that's the one that has the extra verification step.

Glen DeSaintgery: Yes.

Ray Fassett: Okay. So what's the difference between an electronic vote and an email vote? The situation.

Avri Doria: Now the - basically, I'd say the way they've been used is the electronic vote is used for secret ballot. So voting for Chair has been secret ballot and voting for Board seat has been secret ballot. And that's when the electronic's been used.

The email ballot is a non-secret. Everybody, you know, that was there gave their ayes and nays verbally and everyone that isn't there sends in their thingy and anybody can see it. So it's non-secret.

Now this vote that you're proposing sounds like it would be a non-secret ballot.

Ray Fassett: Right. But I think that's the distinction then.

Avri Doria: And you could use an electronic means other than the one we've got now for non-secret ballot. But that's beside the point. Means will change.

And I'm going to have to leave to go to my next GNSO teleconference.

Glen DeSaintgery: That's IPS.

Ron Andruff: Yes. Unfortunately, I also have to drop off now. How much do we have left, Chair?

Ray Fassett: Well with that said, we really did kind of get a lot through - 16. How much do we have left? Really, not much. Not much. Now we have a little bit of a hard/soft deadline here to get this thing over to the OSC Friday. So that means we need a clean version, we need a work - you know, we need the redline version and we need the historical document version that we discussed, assuming we still do that.

And that's Friday.

Ron Andruff: Well, we're going to work on it then by email in the next day or two.

Ray Fassett: Okay.

Ron Andruff: I don't see any reason why we can't, personally.

Ray Fassett: I don't think so either. So the - so Julie, are you able to get the next redline version out there? How soon are you - what do you think?

Julie Hedlund: Ray, this is Julie. I can do that today. Note that there was one new item that we've not discussed. And we can perhaps deal with it quickly over email. And that is Section 18, Observers...

Ray Fassett: Yes.

Julie Hedlund: ...which was added because that was taken out of the bylaws and deliberately so so that it would appear here in the Operating Procedures. But the language is simply excerpted from what had appeared in the bylaws and placed here.

So what I'll do is I will do a redlined - I'm sorry, I'll do a - yes, I'll do a redlined version of what we've discussed today. I might suggest for your consideration, Ray, that for the purpose of the Operations Steering Committee, so as not to give them lots of different documents to have to deal with, that I produce a non-redlined version that simply has stricken language that is the language that we were taking out, non-stricken language that is the original language and language in red that is the language that we're adding so that they can see both the old and the new in one version.

And I'm concerned about including redlining and comments because many of these things we've discussed and agreed to and if I leave that in a redlined version, I think it might be confusing for them.

Ray Fassett: Okay.

Ron Andruff: Yes, I agree.

Ray Fassett: Okay.

Julie Hedlund: Just trying to keep things simple.

Ray Fassett: Yes, that's what I'm shooting for.

On the totally clean version, if you could, take all the ones that we're referring to bylaws and put that into the opening, if you will - the opening of the document. These sections are now covered by the bylaws.

Julie Hedlund: And then delete them?

Ray Fassett: Yes.

Ron Andruff: Well you might leave them as headings, see, because that way at least, you know, one can then see the headers, you know. So, you know...

Julie Hedlund: But there are - in many cases there's a combination of both references to the bylaws and language that we've retained and language that we've stricken. The sections contain - some sections just have a reference to the bylaws and some sections have a combination of both. So...

Ron Andruff: Yes, I think, Chair, if I may - sorry Julie. I think that as I'm standing to these, I think it's fine just to leave the stricken piece in there - the red saying, "See ICANN bylaw Article whatever" and so forth. It's clear.

Ray Fassett: Okay.

Ron Andruff: Yes. Again, there'll be a final clean document at one point where all the stricken stuff is gone.

Julie Hedlund: Precisely. Once the OSC has handled it. Exactly.

Ron Andruff: Yes.

Ray Fassett: Yes. Okay. All right.

Okay. Let's just do that. I think they were expecting a clean document in addition to a redline document. But let's - we'll wait for that...

Ron Andruff: Well that's what we're saying. She can serve up a clean one...

Ray Fassett: Yes.

Ron Andruff: ...as well as this red and stricken one.

Ray Fassett: Okay. Fair enough.

Ron Andruff: That's the point. That they'll get...

Julie Hedlund: But the clean might - this is Julie. The clean one would have references to the bylaws where they appear. And the reason I'm suggesting that is because in the final version, the final clean version that's approved, there will be live links to those sections in the bylaws which will link to that language in an appendix to the document that's not here right now.

Ray Fassett: Okay. All right. That sounds like a good plan of action. And I know people have a hard stop here. So let's proceed this way. And have a - continue this discussion on list.

Julie Hedlund: Great. I'll get that document out in the next couple hours.

Ray Fassett: Okay. Fair enough.

Ron Andruff: Thanks, Julie.

Ray Fassett: Yes. Thank you. With that said, I'd like to end the recording and adjourn the call.

Wolf-Ulrich Knoben: Yes.

Ray Fassett: And thank everybody for their time.

Wolf-Ulrich Knoben: Yes.

Ron Andruff: Thank you.

Ray Fassett: Okay.

Ron Andruff: Bye for now.

Wolf-Ulrich Knoben: Good.

Julie Hedlund: Thanks everyone.

Wolf-Ulrich Knoben: Thank you, everyone.

END